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8751 WEST BROWARD BOULEVARD
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NEW YORK & FLORIDA BARS

PLEASE REFER TO OUR FILE #
99-2540

December 28, 1999

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315.00 **78.75

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
POST OFFICE BOX 6327
TALLAHASSEE FL 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -3 PM 2:24

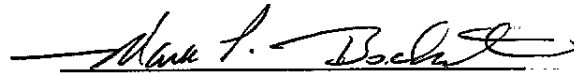
RE: WALL MARKETING, INC.
APF SALES & MARKETING, INC.
JEN SALES & MARKETING, INC.
JAC SALES & MARKETING, INC.

Dear Sir or Madam:

Regarding the above-captioned corporations, enclosed find an original and two copies of the Articles of Incorporation of each. Also enclosed is check in the sum of \$315.00 in payment of the filing fee therefor.

Please return certified copies of these Articles of Incorporation, in the enclosed stamped-self addressed envelope, at your earliest convenience.

Very truly yours,



MARK P. BOCKSTEIN, ESQ.

MPB/b
Enclosures

2589
W000-645





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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 7, 2000

MARK P. BOCKSTEIN, ESQUIRE
8751 WEST BROWARD BOULEVARD
SUITE 305
PLANTATION, FL 33324

SUBJECT: APF SALES & MARKETING, INC.
Ref. Number: W00000000645

We have received your document for APF SALES & MARKETING, INC..
However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00001028

EFFECTIVE DATE

12/27/99

ARTICLES OF INCORPORATION

OF

APF SALES & MARKETING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN -3 PM 2: 24

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME:

The name of the corporation is APF SALES & MARKETING, INC.

ARTICLE II - TERM OF EXISTENCE:

The duration of the corporation is perpetual and shall commence upon the signing of these Articles.

ARTICLE III - NATURE OF BUSINESS:

The general purpose for which the corporation is organized is:

1. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - INITIAL CAPITAL:

The amount of initial capital with which this corporation shall begin business is \$100.00.

ARTICLE V - CAPITAL STOCK:

The aggregate number of shares which the Corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar.

Authorized capital stock may be paid for in cash, services or property Corporation at any regular or special meeting.

ARTICLE VI - AGENT:

The street and principal office address of the initial registered office of the corporation is 10001 West Oakland Park Boulevard, Sunrise, Florida 33351.

The name of its initial registered agent at such address is ANTHONY P FUSCO, JR.

ARTICLE VII - DIRECTORS:

The number of directors constituting the initial Board of the corporation is one. The name and address of the person who is to serve as the member of the initial Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SIGNATURE</u>
ANTHONY P. FUSCO, JR.	10001 West Oakland Park Blvd. Sunrise, FL 33351	<i>Anthony P. Fusco Jr</i>

ARTICLE IX - INDEMNIFICATION:

The corporation shall indemnify any officers and directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE X - AMENDMENT:

The corporation shall reserve the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 27th day of December, 1999.

Anthony P. Fusco Jr
ANTHOY P. FUSCO, JR.

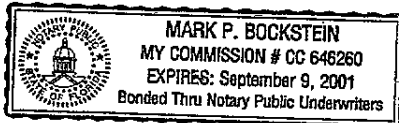
STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27th day of December, 1999, by ANTHONY P. FUSCO, JR., who is personally known to me or who has produced - as identification and who did (did not) take an oath.

Mark P. Bockstein
NOTARY PUBLIC (sign name)



MARK P. BOCKSTEIN
NOTARY PUBLIC (print name)

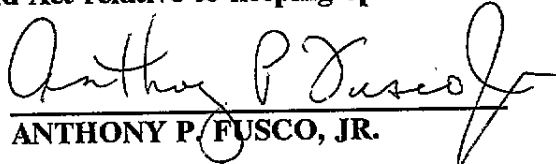
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That APF SALES & MARKETING, INC., desiring to organize under the Laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of Sunrise, County of Broward, State of Florida, has named ANTHONY P. FUSCO, JR., located at 10001 West Oakland Park Boulevard, Sunrise, Florida 33351, as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


ANTHONY P. FUSCO, JR.

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