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Attorney at Law

1701 WEST HILLSBORO BOULEVARD

SUITE 207

DEERFIELD BEACH, FLORIDA 33442

(954) 426-5120

FILED
00 FEB 28 AM 8:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(954) 428-0294

February 24, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/28/00-01130-002
*****78.75 *****78.75

Re: ARTICLES OF INCORPORATION
JOHN & KAYE, INC.

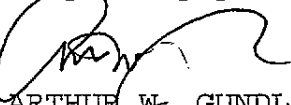
Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the Articles of Incorporation for JOHN & KAYE, INC., together with my check in the amount of \$78.75 representing the filing and certified copy fees in this matter.

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Should you have any questions, please contact me immediately.

Very truly yours,



ARTHUR W. GUNDLING

AWG/sg
Enclosure

D. BROWN MAR - 7 2000

ARTICLES OF INCORPORATION
OF

JOHN & KAYE, INC.

FILED
00 FEB 28 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is JOHN & KAYE, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$1.00 per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial principal office of the proposed corporation in the State of Florida is 5190 Coconut Creek Parkway, Margate, Florida 33063, and the mailing address of the proposed corporation is the same. The name and address of the initial registered agent is JOHN DISANTO, 5190 Coconut Creek Parkway, Margate, Florida 33063.

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is one (1) member. The name and address of each person who is to serve as a member of the initial Board of Directors are:

NAME
JOHN DISANTO

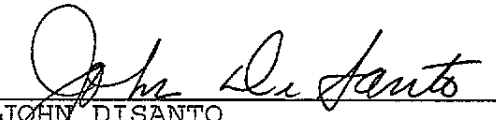
ADDRESS
196 The Hideout
Lake Areal, PA 18436

ARTICLE VII. INCORPORATOR

NAME
JOHN DISANTO

ADDRESS
196 The Hideout
Lake Areal, PA 18436

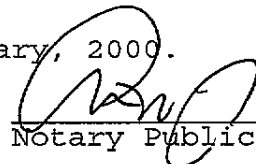
EXECUTED by the undersigned at Deerfield Beach, Broward
County, Florida, on this 23 day of February, 2000.


JOHN DISANTO

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared JOHN DISANTO, who is
personally known to me or has produced PA drivers license as
identification and who did not take and oath and who executed the
foregoing Articles of Incorporation.

WITNESS my hand and official seal of the County and State
named above this 23 day of February, 2000.

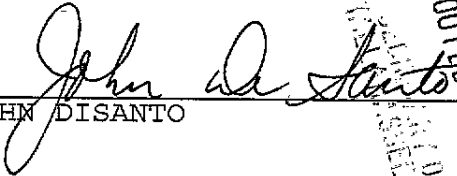

Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


Pursuant to Section 607.164 of the Florida Statutes, I, JOHN
DISANTO, accept the designation as Registered Agent for JOHN &
KAYE, INC.


JOHN DISANTO

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared JOHN DISANTO, who is
personally known to me or has produced PA driver's license as
identification and who accepted the designation of registered
agent by signing the Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above on this 23 day of February, 2000.


Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC.