FINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308 385-6735

CR2E031(10/92)

(City, State, Zip) (Phone #)

OFFICE USE ONLY

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CORPORATION NAM	Æ(S) & DOCUMENT NUMI	BER(S) (if known):	=
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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/	/Director	-
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 7, 2000

FILINGS INC.

FT. LAUDERDALE, FL

SUBJECT: LEES MANAGEMENT, INC.

Ref. Number: W00000009370

We have received your document for LEES MANAGEMENT, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 600A00019229

ARTICLES OF INCORPORATION

OF

LEES MANAGEMENT GROUP, INC.

ARTICLE I

The name of this corporation is LEES MANAGEMENT GROUP, INC.

ARTICLE II

This corporation shall exist in perpetuity.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The street address of the initial registered office of this corporation is 1401 E. Broward Blvd., Ft. Lauderdale, Fl 33301, and the name of the initial registered agent of this corporation at that address is: Bruce Herman. The principal office of this corporation is located at 1960 E. Terra Mar Drive, Pompano Beach, FL 33062.

ARTICLE VI

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Mark A. Lees 1960 E. Terra Mar Dr. Pompano Beach, FL 33062

Maria M. Lees 1960 E. Terra Mar Dr. Pompano Beach, FL 33062

ARTICLE VII

The name and address of the person signing these articles is:

Bruce Herman 1401 E. Broward Blvd., Suite 206 Ft. Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

This corporation shall indemnify any officer or director, or

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any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions 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 subscribers has executed these Articles of Incorporation this 4 day of 4 da

Bruce Herman

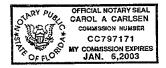
STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Bruce Herman, to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscribed thereto.

WITNESS my hand and official seal this $\frac{4}{2}$ day of $\frac{4}{2}$

NOTARY PUBLIC

My Commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT
THAT
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF POMPANO BEACH, STATE OF FLORIDA, HAS NAMED

BRUCE HERMAN 1401 E. BROWARD BLVD., #206 FT. LAUDERDALE, FL 33301

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BRUCE HERMAN

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

BRUCE HERMAN Registered Agent

