

P000000 49363

Raymond J. Lucas
918 N.E. 18th Ave.
#121
Fort Lauderdale, FL 33304

April 8, 2000

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*****78.75 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing of Articles of Incorporation for AP Ventures, Inc.

Dear Sir or Madam,

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced entity together with a check in the amount of \$78.75 for the following:

Filing fee.....\$35.00
Certified copy.....\$8.75
Registered agent designation.....\$35.00

Please return a certified copy of the Articles of Incorporation to the above address.

Sincerely,

Raymond J. Lucas

enclosures

FILED
00 MAY 15 PM 12:05
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

CB
5-18-00
4

**ARTICLES OF INCORPORATION
FOR
AP VENTURES, INC.**

FILED
00 MAY 15 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of this corporation is AP Ventures, Inc.

**ARTICLE II
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE IV
PREEMPTIVE RIGHTS**

The shareholders of this corporation shall have preemptive rights.

**ARTICLE V
TERMS OF EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE VI
PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

913 N.E. 18th Ave. #121
Fort Lauderdale, FL 33308

ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the initial registered office of the corporation in the State of Florida shall be:

Raymond J. Lucas
918 N.E. 18th Court
#121
Fort Lauderdale, FL 33304

The board of directors may from time to time move the registered agent to any other address in the State of Florida.

ARTICLE VIII
BOARD OF DIRECTORS

The corporation shall have no directors initially. This corporation shall be a shareholders only corporation.

ARTICLE IX
INITIAL DIRECTOR(S)

There are no initial directors of the corporation

ARTICLE X
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Raymond J. Lucas
918 N.E. 18th Ave.
#121
Fort Lauderdale, FL 33304

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the board of directors, proposed by them to the stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on the 3 day of March, 2000.


RAYMOND J. LUCAS

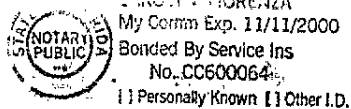
STATE OF FLORIDA

COUNTY OF BROWARD

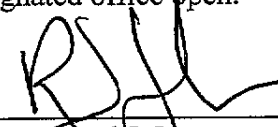
BEFORE ME, a Notary Public, personally appeared RAYMOND J. LUCAS, the person described as the incorporator and who has executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 3 day of March, 2000, and who presented to me a valid driver's license as proof of identity


Notary Public - State of Florida

SEAL



That AP Ventures, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named Raymond J. Lucas, 918 N.E. 18th Ave., #121, Fort Lauderdale, County of Broward, State of Florida, 33304, to accept service of process within this State. Having been named to accept service of process for the above named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Raymond J. Lucas
Registered Agent

FILED
00 MAY 15 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA