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Laurie Attar
829 N.E. 199 Street, #201
Miami, Florida 33179
(305) 493-1888

July 19, 2000

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

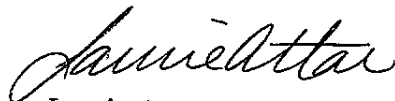
Re: Success Track Enterprises, Inc.

Gentlemen:

Enclosed herein please find the Articles of Incorporation of **Success Track Enterprises, Inc.**, with consent of Registered Agent.

If you have any questions do not hesitate to contact me.

Very truly yours,



Laurie Attar

encl.

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00 JUL 21 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. G. G. G.

JUL 25 2000

ARTICLES OF INCORPORATION
OF
SUCCESS TRACK ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: Success Track Enterprises, Inc.

The principal place of business of this corporation shall be:
6112 N.W. 31 Avenue, Boca Raton, Florida 33496

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TALLAHASSEE, FLORIDA

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 100 shares of \$1.00 par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME

ADDRESS

Omar Periu

6112 N.W. 31 Avenue
Boca Raton, Florida 33496

ARTICLE VI - OFFICERS & DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence, or until their successors are elected, are:

<u>NAME</u>	<u>ADDRESS</u>
Omar Periu - P/T	6112 N.W. 31 Avenue Boca Raton, Florida 33496
Helen Periu - V/S	6112 N.W. 31 Avenue Boca Raton, Florida 33496

ARTICLE VII - INCORPORATOR

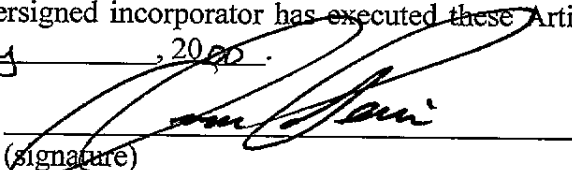
The name and street address of the incorporator to this Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Omar Periu	6112 N.W. 31 Avenue Boca Raton, Florida 33496

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of July, 2000.


(signature)

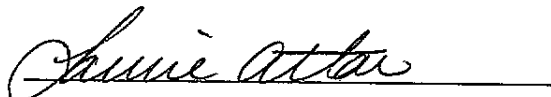
STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 13th day of July, 2000.

Notary Public



(NOTARY SEAL)
Laurie Attar
MY COMMISSION # CC744234 EXPIRES
May 19, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

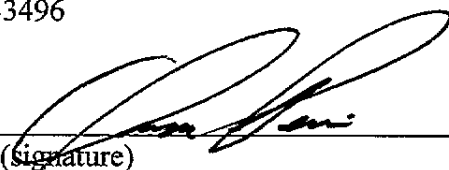
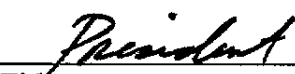
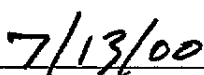


CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Success Track Enterprises, Inc.
2. The name and address of the registered agent and office is:

Omar Periu
6112 N.W. 31 Avenue
Boca Raton, Florida 33496

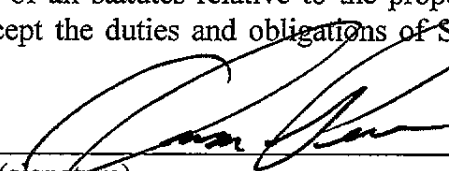
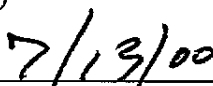

(signature)

Title

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.


(signature)

Date