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LAW OFFICES  
**FREEDMAN & McCLOSKEY**  
PROFESSIONAL ASSOCIATION  
SUITE 700, SOUTHTRUST TOWER  
ONE EAST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKEY  
RANDY R. FREEDMAN

FILED  
00 AUG -7 AM 10:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
TELEPHONE (954) 764-3800  
TELECOPIER (954) 764-2840

August 4, 2000

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--08/07/00--01133--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, FL 32314

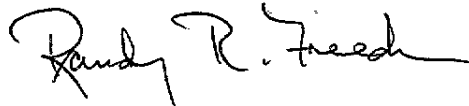
Re: A.F. DiClemente, Inc. - Corporation

Dear Sir/Madam:

I have enclosed this firm's check no.1850 in the amount of \$70.00 as the filing fee for the above-referenced corporation. I have also enclosed the original and one copy of the executed Articles of Incorporation. Please return to me one file stamped copy in the enclosed envelope. Thank you.

Very truly yours,

FREEDMAN & MCCLOSKEY, P.A.



Randy R. Freedman

RBM/fjm

Enclosures

RH 1/14/00

ARTICLES OF INCORPORATION

OF

A.F. DICLEMENTE, INC.

FILED  
00 AUG -7 AM 10: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

A.F. DiClemente, Inc.  
604 S.W. 12th Court  
Ft. Lauderdale, FL 33315

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Albert DiClemente  
604 S.W. 12th Court  
Ft. Lauderdale, FL 33315

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be one (1), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The name and addresses of the initial director is:

NAME

ADDRESS

Albert DiClemente

604 S.W. 12th Court  
Ft. Lauderdale, FL 33315

ARTICLE VII

The initial officers of the corporation shall be:

NAME

Office

Albert DiClemente

President, Secretary, Treasurer

ARTICLE VIII

The name and address of the incorporator is:

Albert DiClemente  
604 S.W. 12th Court  
Ft. Lauderdale, FL 33315

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be

vested in the board of directors and shareholders.

ARTICLE X

The corporation shall indemnify any officer or director, or 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 to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2nd day of August 2000.

Albert D. Clemente  
Albert DiClemente  
Incorporator

STATE OF FLORIDA     )  
                              )     ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 2nd day of August, 2000, by Albert DiClemente, who is personally known to me or who has produced D245-026-47-446-0 as identification and who did (did not) take an oath.

Farida J. Major  
NOTARY PUBLIC

My Commission Expires:

FARIDA J. MAJOR



ACCEPTANCE OF APPOINTMENT

FILED

00 AUG -7 AM 10:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of A.F. DiClemente, Inc. and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

Date: August 2, 2000 .

  
ALBERT DICLEMENTE