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September 11, 2000

PO0000093803

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

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

Re: D & J Investments, Inc.

Dear Sir or Madam:

Enclosed please find original and two copies of Articles of Incorporation for the above corporation, with our check for \$78.75. Please return a certified copy.

Thank you for your attention to this matter.

Very truly yours,


Aaron Behar

AB/sr
Enc.

1291.0100

FILED
00 OCT -4 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AB
10/4

100322676



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 15, 2000

AARON BEHAR
300 SOUTHEAST THIRTEENTH STREET
FT LAUDERDALE, FL 33316

SUBJECT: D & J INVESTMENTS, INC.
Ref. Number: W00000022676

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for D & J INVESTMENTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6926.

Gina Bullock
Document Specialist

Letter Number: 900A00048926

ARTICLES OF INCORPORATION
D & J HOLDINGS, INC.

ARTICLE I - NAME

The name of this Corporation shall be D & J HOLDINGS, INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing upon the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue five Thousand (5,000) shares of Common Stock with a par value of Ten Dollars (\$10.00) each share, such shares to be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND CORPORATE OFFICE

The street address of the initial registered office of this Corporation is 4855 Northwest 99th Lane, Coral Springs, Florida 33076, and the name of the initial registered agent at that address is DANIEL I. GALAPO.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) Director constituting the initial Board of Directors. The number of the Directors of the Corporation may be increased or decreased from time to time by the by-laws, however, there shall never be less than one (1) Director nor more than three (3) Directors. The names and address of the initial Board of Directors of the Corporation are:

DANIEL I. GALAPO
4855 Northwest 99th Lane
Coral Springs, Florida 33076

JOSEPH IDY
215 East 24th Street, Apartment 606
New York, NY 10010

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VIII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are:

DANIEL I. GALAPO
4855 Northwest 99th Lane
Coral Springs, Florida 33076

JOSEPH IDY
215 East 24th Street, Apartment 606
New York, NY 10010

ARTICLE IX - INDEMNIFICATION

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

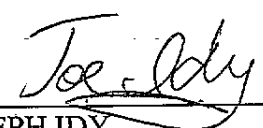
ARTICLE X - AMENDMENT

The Corporation reserves the right to Amend or Repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by vote of the majority of the Board of Directors, and any right conferred to shareholders of the Corporation is subject to this reservation.

IN WITNESS WHEREOF, The undersigned Incorporators have executed these Articles of Incorporation this 2 day of October, 2000.



DANIEL I. GALAPO
INCORPORATOR



JOSEPH IDY
INCORPORATOR

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally came and appeared DANIEL I. GALAPO and JOSEPH IDY known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed said Article of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2nd day of October, 2000.


NOTARY PUBLIC
My Commission Expires:



Maureen C. Wilkins
MY COMMISSION # CG616172 EXPIRES
January 26, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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

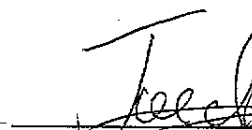
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted.

FIRST, that D & J HOLDINGS, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 4855 Northwest 99th Lane, Coral Springs, Florida 33076, has named DANIEL I. GALAPO, located at 4855 Northwest 99th Lane, Coral Springs, Florida 33076 its agent to accept service of process within Florida.

Dated: 10/2/00



DANIEL I. GALAPO
INCORPORATOR



JOSEPH IDY
INCORPORATOR

Having been named to accept service of process for the above-named 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 this proper performance of my duties.



DANIEL I. GALAPO
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA