

ALAN SILVERSTEIN

ATTORNEY AT LAW

11911 U.S. HIGHWAY ONE, SUITE 201
NORTH PALM BEACH, FLORIDA 33408

(561) 691-9955

FAX: (561) 691-9070

P000000097458

October 13, 2000

Florida Dept. of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

300003426483--5
-10/16/00-01131-014
*****78.75 *****78.75

Re: The Atlas Group, Inc.

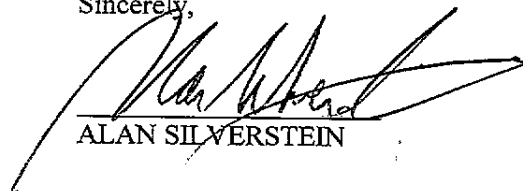
Dear Division:

With regard to the above captioned corporation you will find the following:

1. My check in the amount of \$78.75.
2. Original and 1 copy of Articles.

Please file the enclosed articles and return 1 certified copy to me.

Sincerely,


ALAN SILVERSTEIN

FILED
00 OCT 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-17

5

ARTICLES OF INCORPORATION

OF.

THE ATLAS GROUP, INC.

FILED
16 OCT 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is THE ATLAS GROUP, INC.

ARTICLE II

The existence of the corporation shall begin on the date these Articles are filed with the Florida Department of State

ARTICLE III

The street address and mailing address of the principal office of the Corporation is ;

4280 Beech Circle
West Palm Beach, Florida 33406

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares, One Dollar, Par Value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V.

Every shareholder, upon issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI

The initial street address of the Corporation's registered office is 11911 US Hwy One, Ste. 201, North Palm Beach, Florida 33408.

The initial registered agent for the Corporation at that address is ALAN SILVERSTEIN.

ARTICLE VII

The minimum number of members of the board of directors shall be one. The initial board of directors shall consist of one. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Robert Ready	4280 Beech Circle West Palm Beach, Florida 33406

ARTICLE VIII

The corporation shall have a President and Secretary/Treasurer.

The initial officers shall be:

<u>Name</u>	<u>Address</u>
Robert Ready: President and Secretary/Treasurer	4280 Beech Circle West Palm Beach, Florida 33406

ARTICLE IX

The business purpose of the Corporation is to engage in any lawful purpose permitted under the laws of the State of Florida.

ARTICLE X


The names and street addresses of the persons signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Robert Ready	Robert Ready 4280 Beech Circle West Palm Beach, Florida 33406

ARTICLE XI

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

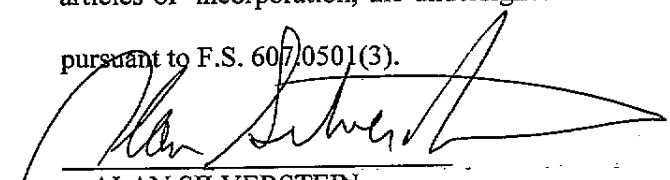
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this/ 3 day of October 2000.


ROBERT READY
4280 Beech Circle
West Palm Beach, Florida 33406

FILED
00 OCT 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Atlas Group, Inc. , at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



ALAN SILVERSTEIN

Date: 10/13/00