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January 9, 2001

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*****70.00 *****70.00

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


Re: American Enterprises of South Florida, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation of the above referenced corporation, along with a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please call me at (561) 391-4498.

Very truly yours,


Douglass A. Kreis
DAK/jn

Encl.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-16-01
10-91-1

**ARTICLES OF INCORPORATION
AMERICAN ENTERPRISES OF SOUTH FLORIDA, INC.**

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, as set forth in Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation shall be: **AMERICAN ENTERPRISES OF SOUTH FLORIDA, INC.**

ARTICLE II

The duration of the corporation shall be perpetual from the date of filing these Articles of Incorporation in the office of the Secretary of State, Division of Corporations, unless dissolved according to the laws of the State of Florida.

ARTICLE III

The corporation is a for profit corporation and may engage in or transact any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE IV

The name and address of the sole incorporator is: Mr. Harold R. Howard, 5272 NW 5th Avenue, Fort Lauderdale, FL 33309.

ARTICLE V

The principal place of business and mailing address of the corporation shall be: Mr. Harold R. Howard, 5272 NW 5th Avenue, Fort Lauderdale, FL 33309.

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TALLAHASSEE, FLORIDA

ARTICLE VI

The corporation shall have three (3) officers, being that of President, Vice President and Secretary. The name(s) and address(es) of the initial officer(s) are as follows:

President, Vice- President and Secretary:

Mr. Hal Harold R. Howard
5272 NW 5th Avenue
Fort Lauderdale, FL 33309

ARTICLE VII

The number of shares that the corporation shall be authorized to have outstanding is One Hundred (100) which have been issued to the following persons in the following manner:

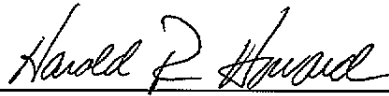
Harold R. Howard
100 shares

ARTICLE VIII

The name and address of this corporation initial registered agent is

Douglass A. Kreis, Esq.
David R. Roy, P.A.
2790 N. Federal Hwy., #201
Boca Raton, FL 33431

IN WITNESS WHEREOF, the undersigned incorporator, has signed these Articles of Incorporation for the purpose of forming this corporation under the laws of the State of Florida, and he hereby makes, subscribes, acknowledges and files in the office of the Secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true, this 9th day of January, 2001.


Harold R. Howard

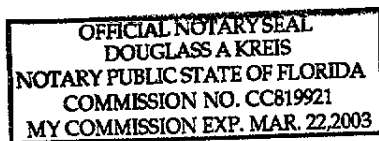
STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 9th day of January, 2001, by Harold R. Howard who is personally known to me or who has produced his driver's license

as identification and who did not take an oath.



NOTARY PUBLIC



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

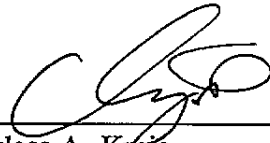
1. The name of the corporation is AMERICAN ENTERPRISES OF SOUTH FLORIDA, INC.

2. The name and address of the registered agent and office is:

Douglass A. Kreis, Esq.
David R. Roy, P.A.
4209 N. Federal Highway
Pompano Beach, Florida 33064

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Douglass A. Kreis
Registered Agent