

ARTICLES OF INCORPORATION
OF
F.M. RUSSO ENTERPRISES, INC.

FILED
01 SEP -5 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this Corporation is F.M. RUSSO ENTERPRISES, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

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

ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is:
2761 NE 8th Ct., Pompano Beach, Fl. 33062 and the name of the initial
registered agent of this corporation is: DAVID R. FARBSTAIN, ESQ.
whose address is 8010 N Univ. Dr., 2nd Fl., Tamarac, Fl. 33321.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTAIN, ESQ.
8010 N. University Dr., 2nd Fl.
Tamarac, Fl. 33321
Fla. Bar No. 198889
954-586-0441

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

FRANK M. RUSSO

2761 NE 8th Ct.
Pompano Beach, Fl. 33062

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

DAVID R. FARBSSTEIN

8010 N. Univ. Dr., 2nd Fl.
Tamarac, Fl. 33321

ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 31st day of August, 2001.



DAVID R. FARBSSTEIN

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, DAVID R. FARBSSTEIN, known by me to be the person who executed the foregoing Articles of Incorporation. Further, said individual furnished the following type of identification to the undersigned, to-wit: PERSONAL KNOWLEDGE.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 31st day of August, 2001.



NOTARY PUBLIC

My Commission Expires:

CERTIFICATE DESIGNATING CHANGE OF PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

FILED

SEP-5 AM 8:19


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

FIRST: That F.M. RUSSO ENTERPRISES, INC. is qualified to do
business under the laws of the State of Florida with its principal
office at: 2761 NE 8th Ct., Pompano Beach, Fl. 33062 and has
appointed DAVID R. FARBSTAIN, ESQ., of 8010 N. Univ. Dr., 2nd Fl.
Tamarac, Fl. 33321 as its agent to accept service of process within
the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated
corporation, a place designated in this certificate, I am familiar
with, and hereby accept the duties and responsibilities as registered
agent for said corporation and agree to comply with the provisions of
said Act relative to keeping open said office.



DAVID R. FARBSTAIN
Resident Agent