CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallabassee, Fl. 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1 800 342 8062 FAX (904) 222-1222

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from Your Capital Connection ARTICLES OF INCORPORATION

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OF

TÄLLAHASSEE, FEORDA

FIRST PARAMOUNT GROUP, INC.

ARTICLE I - NAME

The name of this corporation is FIRST PARAMOUNT GROUP, INC. The principal office and mailing address of this corporation is: 2400 E. Commercial Blvd., Suite 820, Fort Lauderdale, FL 33308.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2400 E. Commercial Blvd., Suite 820, Fort Lauderdale, Florida, 33308, and the name of the initial registered agent of this corporation at that address is NOFAL KAHOOK.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The name and address of the initial Board of Director of this corporation is:

Name

Address

NOFAL KAHOOK

2400 E. Commercial Blvd., #820 Fort Lauderdale, FL 33308

ARTICLE VIII - INCORPORATORS

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

Name

Address

NOFAL RAHOOK

2400 E. Commercial Blvd., #820 Fort Lauderdale, FL 33308

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

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this & day of March, 1995.

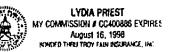
Notal Rahook

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this day of March, 1995, by Nofal Kahook who is personally known to me, or who has produced ______ as identification, and who did take an oath.

Notary Public, State of Florida

My Commission Expires:



FILED

CERTIFICATE DESIGNATING (OR CHANGING) PLACED OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. TALLAHASSLE, FLORIDA

FIRST PAPAMOUNT GROUP, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST PARAMOUNT GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named Nofal Rahook, located at 2400 E. Commercial Blvd., #820, Fort Lauderdale, Florida, 33308, 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, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. Further, I am familiar with and accept the obligations provided for in Florida Statute 607.0505.

CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahussee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

First Paramount Group,			4 [[[]]]]]]]]]]]]]]]]]]]]]]]]]]]]]]]]]]		
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION: OF PIRST PARAMOUNT GROUP, INC.

In accordance with the provisions of Section 607.1001 and 607.1002, Florida Statutes (1995) and pursuant to the authorization and direction heretofore adopted by the Director of FIRST PARAMOUNT GROUP, INC., by resolution at the special meeting of the Board of Directors of the Corporation, does hereby submit to the Department of State, State of Florida, these Articles of Amendment to the Articles of Incorporation of FIRST PARAMOUNT GROUP, INC., and would represent as follows:

- A. The name of this corporation prior to the effective date of these Articles of Amendment was FIRST PARAMOUNT GROUP, INC., Article No: P95000022599.
 - B. That the Amendments to the Articles of Incorporation are:
- 1. That the principal office of FIRST PARAMOUNT GROUP, INC. be changed to 5324 NW 60th Drive, Coral Springs, FL 33067.
- 2. That the Registered Agent of FIRST PARAMOUNT GROUP, Inc. be changed to AbdelKarim Shehadeh and Office of the Registered Agent be changed to 5324 NM 60th Drive, Coral Springs, FL 33067.
- 3. That Nofal Kahook he removed as Director, President, Secretary, and Treasurer of FIRST PARAMOUNT GROUP, Inc., and that AbdelKarim Shehadeh, whose address is 5324 NW 60th Drive, Coral Springs, FL 33067, be the Sole Director and President, Secretary, and Treasurer of FIRST PARAMOUNT GROUP, Inc.
- C. That the above-described Amendments were duly adopted by the Director and Shareholders of the corporation pursuant to written resolutions of the Stockholders in accordance with Section 607.0704, Florida Statutes (1995) and pursuant to written resolution of the Directors in accordance with Section 607.0821, Florida Statutes (1995) on September 22, 1997.
- D. The above described Amendments to the Articles of Incorporation shall become effective upon the filing of these Articles of Amendment with the Department of State, State of Florida.

By: Hall Karim Shehadeh, Director

STATE OF FLORIDA COUNTY OF BROWARD

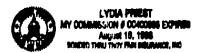
The foregoing instrument was acknowledged before me this 27 day of Sentenles 1997, by AbdelKarim Shehadeh, Director of

FIRST PARAMOUNT GROUP, INC., who is personally known to me, or who has produced ______ as identification, and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this day of _______, 1997.

Notary Public, State of Florida

My Commission Expires:



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

FIRST PARAMOUNT GROUP, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST PARAMOUNT GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Coral Springs, County of Broward, State of Florida, has named ABDELKARIN SHEHADEH, located at 5324 NW 60th Drive, Coral Springs, FL 33067, 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, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. Further, I am familiar with and accept the obligations provided for in Florida Statute 607.0505.

Abdel Karim Shehadeh