

*Law Offices
Jones and Ziefert*

W. H. JONES
RICHARD S. ZIEFERT
TALLAHASSEE, FLORIDA
TELEPHONE 2-1111

Fort Lauderdale, Florida 33301

February 22, 1955

Secretary of State
Division of Corporations
P. O. Box 62
Tallahassee, Florida 32301

Re: SOUTHERN FLORIDA CONSTRUCTION CORP.

Dear Sir:

Enclosed are the original and one copy each of the Articles of Incorporation and Acknowledgement of Resident Agent for the above referenced corporation. Also enclosed is my firm's check in the amount of \$122.50 which represents the filing fee of \$35.00, registered agent fee of \$35.00 and \$52.50 for a certified copy of the Articles of Incorporation.

If these meet with your approval, kindly return the certified copy of the Articles to my office. Thank you very much.

Very truly yours,

Richard S. Ziefert
RICHARD S. ZIEFERT

RSZ;jb
Encs.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1995

RICHARD S. ZAIFERT
633 S. ANDREWS AVE.
SUITE 201
FT. LAUDERDALE, FL 33301

SUBJECT: SOUTHERN FLORIDA CONSTRUCTION CORP.
Ref. Number: W95000004401

We have received your document for SOUTHERN FLORIDA CONSTRUCTION CORP. and check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6927.

Kanut Khosla
Corporate Specialist

Letter Number: 995A00008765

Law Offices
Jones and Zaifert

K. P. JONES
RICHARD S. ZAIFERT
TAMI R. WOLFE
CRAIG L. GILBERT

SUITE 201
THE LITIGATION BUILDING
633 SOUTH ANDREWS AVENUE
Fort Lauderdale, Florida 33301
TELEPHONE (305) 467-3638
DADE (305) 947-9101
FAX (305) 467-3786

April 11, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: Futuristic Enterprises, Inc.

Dear Sir:

Enclosed please find the original and one copy each of the Articles of Incorporation and Acknowledgement of Resident Agent for the above referenced corporation. Also enclosed is a copy of a letter dated February 27, 1995 stating that since the previous corporate name submitted was unavailable you would hold our filing fee for 60 days. Therefore please apply that filing fee to the enclosed articles and return a certified copy of the Articles to my attention.

Thank you very much and if you have any questions please do not hesitate to contact me.

Very truly yours,


RICHARD S. ZAIFERT

RSZ;jb
Encs.

ARTICLES OF INCORPORATION
OF
FUTURISTIC ENTERPRISES, INC.

FILED
APR 17 11 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as Incorporator of FUTURISTIC ENTERPRISES, INC., being a natural person competent to contract to form a corporation under the laws of the State of Florida, hereby files and acknowledges these Articles of Incorporation.

FIRST: The name of the corporation shall be:
FUTURISTIC ENTERPRISES, INC.

SECOND: This corporation is organized for the purpose of engaging in any activity permitted for corporations under the laws of the State of Florida and the United States of America.

THIRD: The aggregate number of shares that this corporation shall have the authority to issue is 1000 shares of Capital stock having a par value of \$1.00 per share. Capital stock shall be the only class of stock this corporation shall have the authority to issue.

FOURTH: The street address of the initial registered office of this corporation shall be 633 S. Andrews Ave., Suite 201, Fort Lauderdale, Florida 33301. The initial registered agent at that address shall be RICHARD S. ZAIFERT.

FIFTH: This corporation is to exist perpetually.

SIXTH: The total number of Directors constituting the initial Board of Directors shall be one. The initial Directors names and addresses are as follows:

RICHARD S. ZAIFERT
633 S. Andrews Ave., Suite 201
Fort Lauderdale, Florida 33301

SEVENTH: The sole incorporator of this corporation is RICHARD S. ZAIFERT whose address is 633 S. Andrews Avenue, Suite 201, Fort Lauderdale, Florida 33301.

EIGHTH: These Articles of Incorporation may be amended in the manner provided by law, which amendments shall be approved at a stockholders meeting unless all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

NINETH: The stockholders shall determine the title and duties of each officer of the corporation.

TENTH: In pursuance of Chapter 607.034 and Chapter 48.091 Florida Statutes this corporation hereby appoints RICHARD S. ZAIFERT as its initial Registered Agent to accept service of process within the state. The street address of the initial registered office for service of process is 633 S. Andrews Avenue, Suite 201, Fort Lauderdale, Florida 33301.

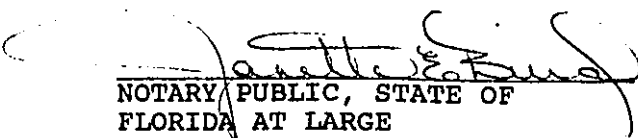
IN WITNESS WHEREOF, I have hereunto set my hand
and seal this 11 day of April, 1995.


RICHARD S. ZAIFERT, Incorporator
EUTURISTIC ENTERPRISES, INC.

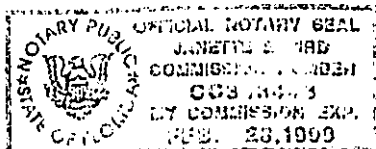
STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me a
Notary Public, duly authorized in the State of Florida and
county aforesaid to take acknowledgements, personally
appeared RICHARD S. ZAIFERT, to me well known to be the
person described as Incorporator herein and who executed the
foregoing described Articles of Incorporation and
acknowledged to and before me that he is the Incorporator of
these Articles of Incorporation.

WITNESS my hand and seal this 11 day of April,
1995.


NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

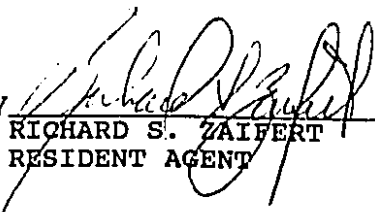
My Commission Expires:



ACKNOWLEDGEMENT OF RESIDENT AGENT

Having been named to accept service of process for FUTURISTIC ENTERPRISES, INC., the above stated corporation at the location designated in these Articles of Incorporation (633 S. Andrews Avenue, Suite 201, Fort Lauderdale, Florida 33301), I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By



RICHARD S. ZAIFERT
RESIDENT AGENT

Dated: April 11, 1995.

FILED
95 APR 17 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
REISMAN & ASSOCIATES, P.A.
SUITE 000
5100 TOWN CENTER CIRCLE
BOCA RATON, FLORIDA 33480

TELEPHONE (305) 991-0000

TELEFAX (305) 991-0000

P95000029684

March 19, 1997

Secretary of State Office
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

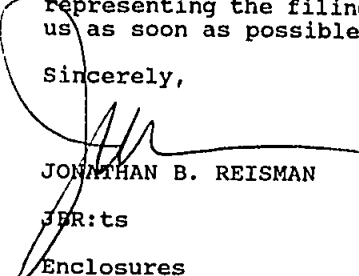
400002123074--9
-03/25/97--01027--001
*****35.00 *****35.00

Re: Futuristic Enterprises, Inc.

Gentlemen:

On behalf of the above named company, enclosed for filing are two copies of the Articles of Amendment to the Articles of Incorporation. Also enclosed is our check in the amount of \$35.00 representing the filing fee. Please return the additional copy to us as soon as possible.

Sincerely,


JONATHAN B. REISMAN

JBR:ts

Enclosures

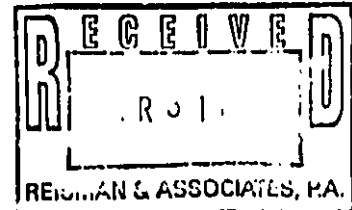
APPROVED
AND
FILED
97-03-7 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1997



REISMAN & ASSOCIATES, P.A.
% JONATHAN REISMAN
5100 TOWN CENTER CIR., SUITE 330
BOCA RATON, FL 33486

SUBJECT: FUTURISTIC ENTERPRISES, INC.
Ref. Number: P95000029684

We have received your document for FUTURISTIC ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return 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 (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 497A00015657

SECRETARY OF STATE
TALLAHASSEE, FL 32314

57-179-7 M11

APPROVED
AND
FILED

*Amended
4-7-97*

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FUTURISTIC ENTERPRISES, INC.**

1. The name of the corporation is Futuristic Enterprises, Inc.
2. ARTICLE THIRD of the Articles of Incorporation of the corporation is hereby amended to read as follows:

The corporation is authorized to issue 80,000,000 shares of Common Stock, \$.001 par value.

3. ARTICLES EIGHTH AND NINTH of the Articles of Incorporation of the corporation are hereby deleted in their entirety.
4. The foregoing amendments were made and adopted by the Corporation's sole director on March 17, 1997. The Corporation has not yet issued any shares.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment on the 2nd day of April, 1997.


Richard Garreffa, Director

SECRET / OFFICE
FUTURISTIC ENTERPRISES, INC.
FLORIDA

97 APR -7 PM 1:16

AND
FILED