

Tedesco & Landis, P.A.
Attorneys at Law

COMPTON FINANCIAL CENTER, SUITE 302
940 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

ROY S. TEDESCO
DANIEL M. LANDIS

P95000040223

TELEPHONE
(407) 391-5506
FACSIMILE
(407) 391-5676

May 16, 1995

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Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: 765-767 AVENUE OF THE AMERICAS CORPORATION
Our File No.: B-950052

Dear Sir or Madam:

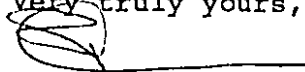
Enclosed are the following:

1. Original Articles of Incorporation for the named entity and one (1) duplicate copy.
2. Return, postage-prepaid envelope.
3. Tedesco & Landis, P.A. Operating Account check no. 2001 in the amount of \$122.50 made payable to "The Florida Department of State, Division of Corporations".

Kindly process the enclosed Articles as is customary, returning a conformed and certified copy of the Articles of Incorporation, together with an acknowledgement of filing, to this office in the enclosed, postage-prepaid envelope.

Should you have any questions with regard to the enclosed materials, or the contents of this letter, please contact the undersigned.

Very truly yours,



ROY S. TEDESCO

RST/sjg
Enclosures
cc: Gary Josephs, Esq. (w/enc)
(letters\corporations)

95 MAY 19 11 11 AM
DIVISION OF CORPORATIONS
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

sjg
5/22

ARTICLES OF INCORPORATION
OF
765-767 AVENUE OF THE AMERICAS CORP.

RECORDED
MAY 19 1965
STATE OF FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: 765-767 AVENUE OF THE AMERICAS CORP. The principal office and the mailing address of the Corporation is: c/o Tedesco & Landis, P.A., 980 North Federal Highway, Suite 302, Boca Raton, Florida 33432.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Shares. The aggregate number of shares which the Corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 980 North Federal Highway, Suite 302, Boca Raton, Florida 33432 and the name of its initial Registered Agent at that address is ROY S. TEDESCO.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director of the Corporation is as follows:


<u>Director's Name</u>	<u>Address</u>
JACK KANE	9750 Harbor Lake Drive Boynton Beach, FL 33437
STEVEN KANE	9750 Harbor Lake Drive Boynton Beach, FL 33437
JANET WRIGHT	9750 Harbor Lake Drive Boynton Beach, FL 33437

Article 7. Incorporators. The name and address of each Incorporator is as follows:

<u>Incorporator's Name</u>	<u>Address</u>
ROY S. TEDESCO	980 North Federal Highway Suite 302 Boca Raton, Florida 33432

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 16th day of May, 1995.



ROY S. TEDESCO

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of May, 1995 by ROY S. TEDESCO, and (please check one)

is (are) personally known to me OR


has (have) produced _____ as identification and he/she/they

(please check one)

did take an oath

did not take an oath.





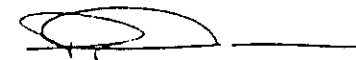
Notary Public State of Florida
Sennie Gerlach
Printed Name of Notary Public

95 MAY 19 11:57 AM
NOTARY PUBLIC STATE OF FLORIDA

My commission expires:

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.



ROY S. TEDESCO
Dated: May 16, 1995