

407 J2C

William Edward Stacey, Jr.

Attorney and Counselor at Law

Harbor Beach Plaza, P.O. Box 6633
Fort Lauderdale, Florida 33316

Tel. (305) 761-9898
Fax. (305) 761-1817

P95000043468

May 26, 1995

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

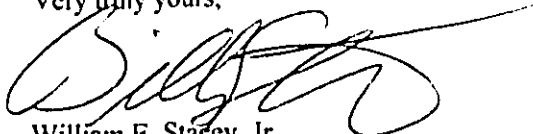
Re: Filing

Dear Sir or Madame:

Please find enclosed and accept for filing The Articles of Incorporation and Designation of registered Agent for PROGRESSIVE CONCEPTS INTERNATIONAL, INC. . Please also find a check in the amount of \$ 122.50 to cover the filing of the Articles, Designation of registered Agent and Certified Copies.

Please do not hesitate to contact this office with any questions or concerns.

Very truly yours,


William E. Stacey, Jr.
FBN 940460

FILED
55 MAY 30 AM 8:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100001501311
-05/30/95--01041--009
***122.50 ***122.50

SDCS

ARTICLES OF INCORPORATION
FOR
PROGRESSIVE CONCEPTS INTERNATIONAL, INC

FIRST: The name of the corporation is, PROGRESSIVE CONCEPTS INTERNATIONAL, INC. , and will be hereinafter referred to as the corporation.

SECOND: The location of the principle office of the corporation, and its mailing address is:
1700 Southeast 15th Street
Suite 106
Fort Lauderdale, Florida 33316

The mailing address and location of this office may be changed from time to time.

THIRD: The total number of shares of capital stock which the corporation has the authority to issue is 100,000 shares of common stock with a par value of \$.01.

FOURTH: Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her pro rata share thereof , as nearly as may be done without the issuance of fractional shares, at the price for which it is offered to others.

FIFTH: The street address of the initial registered agent of the corporation is:
2643 Grace Drive
Fort Lauderdale, Florida 33316

The name of the corporation's initial registered agent at that address is William E. Stacey, Jr.

SIXTH: The names and addresses of the persons signing these Articles are:

NAME:	ADDRESS:
THOMAS L. RIDENOUR	1700 Southeast 15th Street # 106 Fort Lauderdale, Florida 33316
JOSEPH P. EMBRES	5300 Northeast 24th Terrace Number 431 C Fort Lauderdale, Florida 33308

SEVENTH: The number of directors constituting the initial Board of Directors is two the names and addresses of the Directors are:

NAME:	ADDRESS:
THOMAS L. RIDENOUR	1700 Southeast 15th Street

106

Fort Lauderdale, Florida 33316

JOSEPH P EMBRES

5300 Northeast 24th Street

Number 431 C

Fort Lauderdale, Florida 33308

EIGHTH: The purpose for which this corporation is organized is the transaction of any or all business deemed lawful under the laws of the State of Florida and the United States of America.

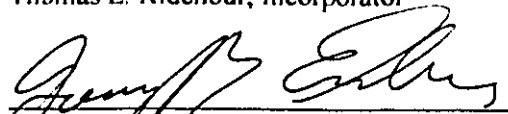
NINTH: The corporation shall indemnify any Officer or Director or any former Officer of Director to the full extent permitted by law.

TENTH: The duration of the corporation shall be perpetual.

ELEVENTH: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders or any of them is subject to this reservation.

IN WITNESS WHEREOF, We, the Incorporators, sign these Articles of Incorporation on this day of May, 1995 and acknowledge the same to our joint act.


Thomas L. Ridenour, Incorporator


Joseph P. Embres, Incorporator

STATE OF FLORIDA :
COUNTY OF BROWARD :

BEFORE ME, A Notary Public authorized to take acknowledgments in the County of Broward, State of Florida, personally appeared Thomas L. Ridenour and Joseph P. Embres, known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in Broward County in the State of Florida this 26th day of May, 1995.

My Commission Expires:


NOTARY PUBLIC



MY COMMISSION EXPIRES
MAY 10, 1997
BROWARD COUNTY, FLORIDA

DESIGNATION OF REGISTERED OFFICE AND AGENT

PURSUANT TO Chapter 48 091 of the Florida Statutes the following is submitted in compliance with said Act


That PROGRESSIVE CONCEPTS INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida with its registered office in the City of Fort Lauderdale, Broward County, State of Florida, as indicated in its Articles of Incorporation, has named William E. Stacey, Jr. whose address is:

2643 Grace Drive
Fort Lauderdale, Florida 33316

as its Agent to accept Service of Process within this State.

ACKNOWLEDGMENT:

HAVING BEEN named to accept Service of Process for the above named 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 said office open.


WILLIAM E. STACEY, Jr.
Registered Agent

FILED
JUN 20 1977
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA