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June 2, 1995

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation of JEN-RAQ ENTERPRISES, INC.
Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation, together with our check in the amount of \$122.50 representing the fee for filing the enclosed. I would appreciate your returning to the undersigned a certified copy of the Articles. Enclosed also please find certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served for this corporation.

Thank you for your cooperation and consideration in this matter.

Very truly yours,

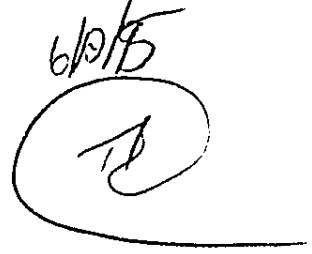


ROBERT A. RABIN
For the Firm

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PHL:dd
Enc.

PAUSER/DEBRAVART-INC/ENRAYLE

6/10/95


ARTICLES OF INCORPORATION
OF
JEN-RAQ ENTERPRISES, INC.

RECORDED
JAN 15 1963
MILWAUKEE, WISCONSIN

ARTICLE I - NAME

The name of this corporation is JEN-RAQ ENTERPRISES, INC.

ARTICLE II - ADDRESS

The principal address of this corporation is 7715 S.W. 146
Terrace, Miami, Florida, 33158.

ARTICLE III - DURATION

This corporation shall exist perpetually, unless sooner
dissolved according to law.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of all lawful
businesses permitted under the laws of the United States and the
State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00

par value common stock,

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is Robert A. Rabin, 5975 Sunset Drive, Suite 301, South Miami, Florida, 33143.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Jeffrey H. Nedelman

7715 S.W. 146 Terrace
Miami, Florida 33158

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:
Jeffrey Nedelman, 7715 S.W. 146 Terrace, Miami, Florida, 33158.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amounts set opposite his name:

Jeffrey H. Nedelman

100%

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by forty percent (40%) of the shares entitled to vote.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of Fifty One Percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII - APPROVAL OF
SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV - MANAGEMENT OF CORPORATION
BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XV - POWERS

This corporation shall have the corporate power:

(a) To have perpetual succession by its corporation name unless a limited period of duration is stated in its Articles of Incorporation.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to, and use its credit to assist its

officers and employees in accordance with §607.0833.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for

charitable, scientific, or educational purposes.

(n) To transact any lawful business which the board of directors shall find to be in aid of governmental policy.

(o) To pay pension and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.


ARTICLE XVI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law. The private property of the stockholders shall not be subject to the payment of the corporate debts in any manner whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE XVII - AMENDMENT

This 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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of May, 1995.


JEFFREY H. NEDELMAN

STATE OF FLORIDA

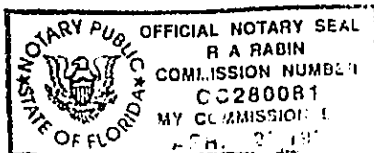
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 24 day of May, 1995, by Jeffrey H. Nedelman, who is personally known to me, and who did take an oath.

NOTARY PUBLIC:

Sign: 

Print: _____



STATE OF FLORIDA AT LARGE (SEAL)
My Commission Expires:

PAUSER\DEBRA\ART-INC\JENRAQ

PAUSER\DEBRA\JENRAY


**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**

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

JEN-RAQ ENTERPRISES, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation incorporation at City of Miami, County of Dade, State of Florida, has named Robert A. Rabin, located at 5975 Sunset Drive, Suite 301, City of South Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



ROBERT A. RABIN