

P95 000045329

JEFF CHAPKIN
1250 N W 133 AVENUE
SUNRISE, FL. 33323

JUNE 1, 1995

SECRETARY OF STATE
TALLAHASSEE, FL. 32302

800001507538
-06/07/95--01078--008
****122.50 ****122.50

DEAR SIR:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION OF THE
PROPOSED CORPORATION " CHAPKIN ENTERPRISES " ALONG WITH A
CHECK IN THE AMOUNT OF \$122.50 TO COVER ALL COSTS.

PLEASE RETURN A CERTIFIED COPY OF SAID ARTICLES OF
INCORPORATION, ENDORSING YOUR APPROVAL THEREON.

WE WOULD APPRECIATE YOUR OFFICE PROCESSING THIS CHARTER
IMMEDIATELY AND RETURNING SAME IN THE ENCLOSED STAMPED SELF-
ADDRESSED ENVELOPE. IF , FOR ANY REASON , A CHARTER CAUNOT BE
ISSUED IMMEDIATELY FOR THE PROPOSED CORPORATION , PLEASE
ADVISE.

VERY TRULY YOURS,


JEFF CHAPKIN
(305) 846-1021

FILED
95 JUN -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CALLER.
SDC

ARTICLES OF INCORPORATION
OF

CHAPKIN ENTERPRISES INC.

ARTICLE 1

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE:

CHAPKIN ENTERPRISES INC.

ARTICLE 11

NATURE OF THE CORPORATE BUSINESS:

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND UNDER THE
LAWS OF THE STATE OF FLORIDA.

ARTICLE 111

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE A MAXIMUM OF FIVE
HUNDRED (500) SHARES OF STOCK. THE SHARES OF STOCK
AUTHORIZED SHALL BE COMMON STOCK HAVING A PAR VALUE OF ONE
(1) DOLLAR PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH
SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE 1V

PRINCIPAL PLACE OF BUSINESS

THE CORPORATION'S PRINCIPAL OFFICE IN THE STATE OF FLORIDA
SHALL BE AT, 1250 N W 133 AVENUE, SUNRISE. FL. 33323

FILED
95 JUN -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V

BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS MAY BE ALTERED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. HOWEVER, THE CORPORATION SHALL HAVE NO LESS THAN ONE (1) DIRECTOR AT ANY TIME.

ARTICLE VI

INITIAL DIRECTORS

NAME	ADDRESS
JEFF CHAPKIN	1250 N W 133 AVENUE SUNRISE, FL. 33323

THE FIRST DIRECTOR SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF THE STOCKHOLDERS OF THE CORPORATION.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

ARTICLE VII

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST. CHAPKIN ENTERPRISES INC. TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE INDICATED IN THE ARTICLES OF INCORPORATION AT 1250 N W 133 AVENUE., COUNTY OF BROWARD, STATE OF FLORIDA HAS NAMED JEFF CHAPKIN WHOSE OFFICE IS LOCATED AT 1250 N W 133 AVENUE, SUNRISE, FL. 33323 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

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 PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



JEFF CHAPKIN
RESIDENT AGENT

ARTICLE Vlll

INCORPORATOR

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATOR
EXECUTING THESE ARTICLES OF INCORPORATION IS AS FOLLOWS:
INCORPORATOR ADDRESS

JEFF CHAPKIN

1250 N W 133 AVENUE
SUNRISE, FL. 33323

ARTICLE IX

PRE-EMPTIVE RIGHTS

ANY SHAREHOLDER OF THE CORPORATION DESIRING TO SELL HIS/HER
SHARES IN THE CORPORATION, SHALL FIRST OFFER THOSE SHARES TO
THE OTHER SHAREHOLDERS UPON THE SAME TERMS AND CONDITIONS AS
THE SHARES ARE BEING OFFERED TO NON-SHAREHOLDERS. ANY OTHER
SHAREHOLDERS WISHING TO PURCHASE THE OFFERED SHARES, SHALL
EXERCISE THEIR RIGHT OF FIRST REFUSAL WITHIN THIRTY (30) DAYS
OF RECEIPT OF A WRITTEN OFFER TO SELL. THEREAFTER, THE
SELLING SHAREHOLDER SHALL BE FREE TO SELL HIS/HER SHARES TO
ANY NON-SHAREHOLDER UPON THE SAME TERMS AND CONDITIONS AS
WERE OFFERED TO THE REMAINING SHAREHOLDERS.

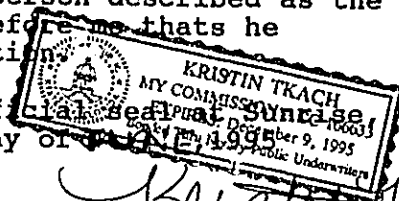
THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A
CORPORATION TO DO BUSINESS WITHIN THE STATE OF FLORIDA, DOES
MAKE AND FILE THESE "ARTICLES OF INCORPORATION", HEREBY
DECLARING AND CERTIFYING THAT THESE FACTS ARE TRUE.

BY Jeff Chapkin
JEFF CHAPKIN

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.:

BE IT REMEMBERED that on this day before me,
a Notary public duly authorized in the State and County
named above to take acknowledgments, personally appeared
JEFF CHAPKIN to me known to be the person described as the
Incorporator, and he acknowledged before me that he
executed said Articles of Incorporation.

WITNESS my hand and official seal at
said County and State, This 3rd day of June, 1995



NOTARY PUBLIC

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Dec. 9, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS

FILED
95 JUN -6 AM 9:00
CLERK OF STATE
TREASURY