



ACCOUNT NO. : 072100000032

REFERENCE : 622885 8683A

AUTHORIZATION : Patricia Pizate

COST LIMIT : \$ 70.00

ORDER DATE : June 20, 1995

ORDER TIME : 2:29 PM

ORDER NO. : 622885

CUSTOMER NO: 8683A

CUSTOMER: Marcus Levy, Esq
MARCUS LEVY, ESQ

800001519978

Suite 806
1250 E. Hallandale Beach Blvd.
Hallandale, FL 33009

DOMESTIC FILING

NAME: H C S CHARTERS, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS T. BROWN JUN 22 1995

FILED
95 JUN 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
H C S CHARTERS, INC.

FILED
95 JUN 21 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

H C S CHARTERS, INC.

The address of the principal office of this corporation shall be 3630 Yacht Club Drive, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Henry C. Stofman Dir.	3630 Yacht Club Drive Aventura, Florida 33180
Jeannie Stofman Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Hency C. Stofman Pres./Treas.	3630 Yacht Club Drive Aventura, Florida 33180
Jeannie Stofman V.Pres./Sec.	Same

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 21, 1995.

CORPORATION SERVICE COMPANY

By: *Doris D. Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Doris D. Shelby*
Its Agent, Gail Shelby

LEL/dks

1206 NAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

PA5000048870
PAPER FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 622885 8683A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 35.00

ORDER DATE : June 20, 1995

ORDER TIME : 1:32 PM

ORDER NO. : 622885

CUSTOMER NO: 8683A

*CA
Change*

300001532953

CUSTOMER: Marcus Levy, Esq
Marcus Levy, Esq
Suite 806
1250 E. Hallandale Beach Blvd.
Hallandale, FL 33009

CHANGE OF AGENT

NAME: H C S CHARTERS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY *ADH*
XX PLAIN STAMPED COPY *ADH*

CONTACT PERSON: Angela Lane *ADH*

FILED
95 JUL 10 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: H C S CHARTERS, Inc

1b. Date of incorporation June 21, 1995 Document number 95000048870

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY

BY GAIL SHELBY ITS Agent

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

JEANNIE STOFMAN

3630 YACHT CLUB DR., Aventura FL 33180

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Henry C. Stofman

SIGNATURE

6/27/95

DATE

HENRY C. STOFMAN, PRES.
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Jeannie Stofman

(Registered Agent)

DATE

6/27/95

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314