

EDWARD ALAN BRIAN
ATTORNEY AT LAW
6299 WEST SUNRISE BLVD., STE. 207, SUNRISE, FL. 33313
TELEPHONE: (305) 583-7928

P 95 000049208

June 13, 1995

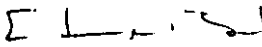
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: MCL Enterprises

Dear Sir:

Enclosed is the check we had inadvertently omitted when we sent the Articles of Incorporation. The check is payable to the order of Secretary of State in the amount of \$122.50, representing payment of the \$35.00 filing fee, \$52.00 for the certification of incorporation, and \$35.00 for the designation of registered agent.

Very truly yours,


Edward Alan Brian, Esq.

enc.

800001524458
-06/27/95--01071--014
****122.50 ****122.50

SHARON L. TALA

JUN 23 1995

W95-12577

FILED
95 JUN 23 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
MCL ENTERPRISES, INC.

FILED
95 JUN 23 PM 1:28
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. CORPORATE NAME & ADDRESS

The name of the corporation shall be:

MCL ENTERPRISES, INC.

The address of the principal office of this corporation shall be 805 N.E. 12TH STREET, FT. LAUDERDALE, FL 33304, 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 500 shares of common stock having a par value of \$.01 per share.

ARTICLE IV. REGISTERED AGENT NAME & ADDRESS

The name of the initial registered agent of the corporation shall be:

GERALD J. MICHEL

The street address of the initial registered office of the corporation shall be

805 N.E. 12TH STREET, FT. LAUDERDALE, FL 33304

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have two officer and one director held by one person, initially. The name and street address of the initial officers and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

GERALD J. MICHEL
Pres./Treas./Sec.

805 N.E. 12TH STREET, FT. LAUDERDALE, FL 33304

FILED
95 JUN 23 PM 1:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII. PREEMPTIVE RIGHTS

All shareholders of the corporation shall be vested with full preemptive rights.

ARTICLE IX. INCORPORATOR

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

Gerald J. Michel
805 N.E. 12TH STREET, FT. LAUDERDALE, FL
33304

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation this 21 day of June, 1995.


GERALD J. MICHEL

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been designated as the Initial Registered Agent in the above and foregoing Articles to accept service of process on the corporation at the initial registered office designated in these Articles, I am familiar with and hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining to the position of Registered Agent under Section 607.0505, Florida Statutes.


GERALD J. MICHEL