

BRUCE W. KEIHNER, P.A.
ATTORNEY AT LAW

Admitted in
Florida and
New York

P95 000053923

July 6, 1995

Secretary of State
Division of Corporations
P.O. Box 6237
Tallahassee, FL 32314

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-07/10/95--01041--011
****122.50 ****122.50

RE: Cromwell Crown Corporation

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for the above referenced corporation for filing along with a copy to be certified.

Also enclosed is a check in the amount of \$122.50 which represents the fee for filing and a certified copy. Please return the certified copy to this office.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,


Bruce W. Keihner

BWK:rac
Enclosures

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RECEIVED
TALLAHASSEE FLORIDA

SHARON L. TALA

JUL 13 1995

ARTICLES OF INCORPORATION
OF
CROMWELL CROWN CORPORATION

FILED
95 JUL 10 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provision of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit

ARTICLE I

The name of the Corporation shall be CROMWELL CROWN CORPORATION

ARTICLE II

Purpose

This Corporation is organized for the following purposes,

(a) For financial activities, and any other business activities and to have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts mandatory thereof and supplemental thereto, and

(b) For the purpose of transacting any or all other lawful business

ARTICLE III

Capital Stock

This Corporation is authorized to issue 10,000,000 shares of \$.001 par value common stock

ARTICLE IV

Preemptive Rights

There shall be no preemptive Rights

ARTICLE V

Corporation Duration

This Corporation shall have perpetual duration unless sooner dissolved by law

ARTICLE VI

Initial Registered Office and Agent

The business and mailing address of the Corporation and street address of the initial registered office of this Corporation is 411 South County Road, Suite 200, Palm Beach, Florida, and the name of the initial registered agent of this Corporation at that address is Bruce W Keihner

ARTICLE VIII

Initial Board of Directors

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by Board of Directors pursuant to the By-Laws but shall never be less than three (3). The names and addresses of the initial directors of this Corporation is as follows

Claude A. Hug, President, CEO
220 South County Road
Palm Beach, Florida 33480

Daniel Kaminsky, Secretary-Treasurer, CEO
3882 Tam Drive
Orlando, Florida 32808

Arnold A. Mourino, Investor Relations
2428 Piedmont Lakes Boulevard
Apopka, Florida 32703

ARTICLE VIII

By-Laws

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

ARTICLE IX

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law

ARTICLE X

Special Provisions

The following special provisions shall govern this Corporation

A. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office or directorship of this Corporation

B. No contract or other transaction between the Corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the Corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the Corporation or in which the Corporation is interested, and no contract, act, transactions of the Corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the Corporation is a party or are parties to or interest in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each

and every person who may become an officer or director of this Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or other corporation in which he may be in anyway interested

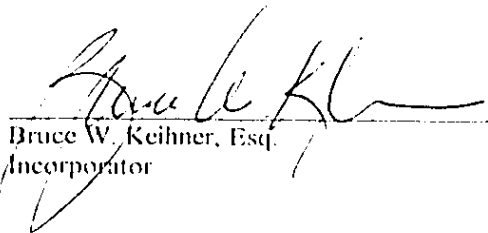
ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows.

Bruce W. Keihner, Esq.
411 South County Road, Suite 200
Palm Beach, Florida 33480

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of July, 1995.

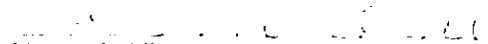

Bruce W. Keihner, Esq.
Incorporator

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Bruce W. Keihner, Esq., known to me and who has produced a driver's license as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and county aforesaid this 6 day of July, 1995


Notary Public
State of Florida at large
Commission No
My Commission expires




ROSE ANNE CARDONE
My Commission CC415478
Expires Oct 23, 1998

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

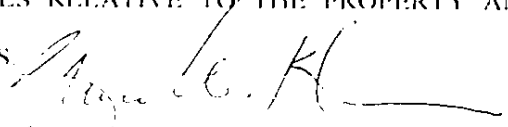
FIRST THAT CROMWELL CROWN CORPORATION, DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS IN PALM BEACH, STATE OF FLORIDA, HAS
NAMED BRUCE W. KEIHLNER, ESQ., LOCATED AT 411 SOUTH COUNTY ROAD, SUITE
200, PALM BEACH, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.



Bruce W. Keihner, Esq.
Incorporator

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TALLAHASSEE, FLORIDA
95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPERTY AND
COMPLETE PERFORMANCE OF MY DUTIES.



Bruce W. Keihner, Esq.
Registered Agent
Dated: _____