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JUL 12 1995

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VIA FEDERAL EXPRESS

Department of State
Division of Corporations
The Capitol
409 East Gaines Street
Tallahassee, FL 32399

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-02/10/95 - 01090 - 0013
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RE: Boca, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation and Acceptance of Service as Registered Agent regarding the formation of a new corporation to be known as "Boca, Inc." Accordingly, enclosed is this firm's check in the amount of \$122.50 to cover the filing fee.

If for any reason you cannot file the enclosed documents, please call Christopher J. Hubbert, Esq. at our office collect before you return them. It is imperative that these documents be filed and returned as quickly as possible. For your convenience, I have enclosed a Federal Express mailing slip for return of the filed documents to Christopher J. Hubbert.

Thank you for your prompt attention to this matter.

Sincerely,

Joan M. Spirnak

Joan M. Spirnak
Legal Assistant

BSB

Enclosures

JUL 19 1995

FILED
JUL 19 1995
55 JUL 19 PM 4:59

The initial registered office of this corporation shall be located at 1550 N. Powerline Road, Pompano Beach, Florida 33069 and the initial registered agent of this corporation at such

office shall be Sidney Dworkin. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5

Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director are:

Name

Sidney Dworkin

Address

1550 N. Powerline Road
Pompano Beach, Florida 33069

ARTICLE 7

Incorporator

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

Name

Sidney Dworkin

Address

1550 N. Powerline Road
Pompano Beach, Florida 33069

ARTICLE 8

Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE 9

By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE 10

Affiliated Transactions

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE 11

Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

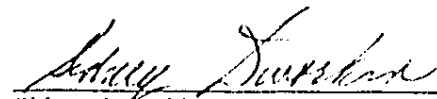

Sidney Dworkin
Incorporator

BOCA, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Sidney Dworkin, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 14th day of July, 1995.


Sidney Dworkin

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CLERK OF COURT
JUL 19 1995