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ACCOUNT NO. 1 072100000052

REFERENCE : 651422 9403A

AUTHORIZATION :

Patricia Pigg

COST LIMIT : 9 70.00

ORDER DATE : July 31, 1995

ORDER TIME : 4:36 PM

ORDER NO. : 651422

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CUSTOMER NO: 9403A

CUSTOMER: John A. James, Jr., Esq
JOHN A. JAMES, JR., ESQ

23 Main Street

Andover, MA 01810

DOMESTIC FILING

NAME: CMD VENTURES, 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

AUG - 1 1995

FILED
AUG 1 1995
TALLAHASSEE, FL
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE FIRST JUDICIAL CIRCUIT
IN FLORIDA

ARTICLES OF INCORPORATION
OF
CMD VENTURES, INC.

FILED
95 AUG -1 PM 1:52
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:

CMD VENTURES, INC.

The address of the principal office of this corporation shall be 8713d West Boca Glades Road, Boca Raton, Florida 33434, 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. 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:

Jason Dubinsky	8713D West Boca Glades Road
Pres./Treas.	Boca Raton, Florida 33434
Carey Dubinsky	Same
V.Pres./Clerk	

ARTICLE VII. 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 herunto set their hand
and seal of Corporation Service Company on July 31, 1995.

CORPORATION SERVICE COMPANY

By: *Gail 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: *Gail Shelby*
Its Agent, Gail Shelby

GLS/dks