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Barbara Springthorpe
407-650-7959

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September 11, 1995

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399

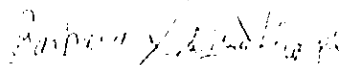
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Re: **BRODCO DEVELOPMENT, INC.**

Dear Sir or Madam:

Enclosed please find for immediate filing the "ARTICLES OF INCORPORATION OF BRODCO DEVELOPMENT, INC." Also enclosed is a check in the amount of \$131.50, payment for the filing fee, a certificate of good standing and a certified copy of the articles of incorporation. Please contact me if you have any questions or need any additional information in order to complete this filing. Thank you.

Sincerely yours,



Barbara Springthorpe

c: Howard Bregman, Esq.

9-14-95

**ARTICLES OF INCORPORATION
OF
BRODCO DEVELOPMENT, INC.**

FILED
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The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the Corporation is **BRODCO DEVELOPMENT, INC.**

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

STREET AND MAILING ADDRESS

The street and mailing address of the Corporation shall be:

17556 Lake Estates Drive
Boca Raton FL 33469

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock with \$1.00 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 777 South Flagler Drive, Suite 310 East, West Palm Beach FL 33401 . The name of the initial registered agent of the Corporation at that address is Howard Bregman.

ARTICLE VII
INITIAL DIRECTOR

The corporation shall have two (2) directors initially. The names and addresses of the directors are:

<u>Name</u>	<u>Address</u>
Jeffrey Brody	17556 Lake Estates Drive Boca Raton FL 33469
Steven Brody	17556 Lake Estates Drive Boca Raton FL 33

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Howard Bregman	777 South Flagler Drive, Suite 310 East West Palm Beach FL 33401

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 11th day of September, 1995.



INCORPORATOR

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Howard Bregman, am familiar with and accept the obligations of the appointment as the initial registered agent of **BRODCO DEVELOPMENT, INC.**, as made in the foregoing Articles of Incorporation.

DATED: September 11, 1995

By: 

Howard Bregman

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September 22, 1995

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399

Re: BRODCO DEVELOPMENT, INC.
Document # 95000070900

Dear Sir or Madam:

The mailing and street address of the above referenced corporation has been changed.
The new address is:

20258 Monteverdi Circle
Boca Raton FL 33498

Please contact me if you have any questions or need any additional information in order to complete this change to your records. Thank you.

Sincerely yours,



Steven Brody
President

c: Howard Bregman, Esq.

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10/3/95