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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255

CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: DECKMOR ENTERPRISES II, INC.
AUDIT NUMBER.....H96000017374
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DECKMOR ENTERPRISES II, INC.
REF: H96000017374

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE RESEND ARTICLES. I RECEIVED ONLY PAGES 1 & 2.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000017374
Letter Number: 696A00055566

ARTICLES OF INCORPORATION
OF
DECKMOR ENTERPRISES II, INC.

H96000017374

ARTICLE I - NAME

The name of this corporation is DECKMOR ENTERPRISES II, INC.

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and mailing office of this corporation is:

5675 S.W. 35th Avenue
Fort Lauderdale, FL 33312

Prepared by:
DAVID SHEAR, ESQ.

FIELDSTONE, LESTER & SHEAR

First Union Financial Center
200 South Biscayne Blvd., Ste. 2100
Miami, Florida 33131

Ph. (305) 982-1550
Fla. Bar No. 300799

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TALLAHASSEE, FLORIDA

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and the name and address of the initial registered agent of this corporation is:

Name	Address
David Shear	200 South Biscayne Boulevard Suite 2100 Miami, Florida 33131

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VII - INITIAL
BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Name	Address
Morris Deckelbaum	5675 S.W. 35th Avenue Fort Lauderdale, FL 33312
Gordon Deckelbaum	5675 S.W. 35th Avenue Fort Lauderdale, FL 33312

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name	Address
David Shear	200 South Biscayne Boulevard Suite 2100 Miami, Florida 33131

ARTICLE IX - BY-LAWS

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

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ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11th day of DECEMBER, 1996.

David Shear
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared David Shear, who is known to me or who has produced _____ as identification and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11th day of DECEMBER, 1996.

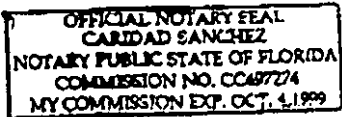
Signature

CARIDAD SANCHEZ

Print (Notary's Name)

Notary Public, State of Florida

Notarial Seal:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the state of Florida.

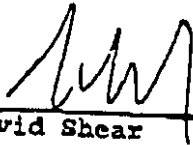
1. The name of the corporation is:

DECKMOR ENTERPRISES II, INC.

2. The name and address of the registered agent and office is:

David Shear
200 South Biscayne Boulevard
Suite 2100
Miami, Florida 33131

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SECRETARY OF STATE

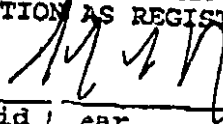


David Shear

Title: Incorporator

Date: DECEMBER 11, 1996.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



David Shear

Date: DECEMBER 11, 1996.

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