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**SIR TAX** Accounting, Consulting, Strategic Tax Planning, & IRS Representation.  
2039 Tyler Street \* Hollywood, FL 33020 \* Telephone (305) 922-1903 \* Facsimile (305) 926-6770

Of Counsel: R. Kevin Cross, E.A., Enrolled Agent, Accountant, & Tax Consultant.

R. Kevin Cross, E.A. is  
qualified to represent taxpayers  
before the Internal Revenue Service

22 January 1996

Department of State  
Division of Corporations  
Attn.: New Filings Section  
P.O. Box 6327  
Tallahassee, Florida 32314

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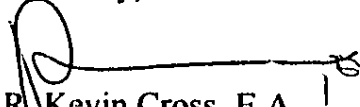
Ref.: FCK, Inc.

Dear Sirs:

Please incorporate the above referenced corporation effective  
February 1, 1996.

Thank you for your continued assistance in these matters.

Sincerely,

  
R. Kevin Cross, E.A.  
Accountant & Tax Consultant.

RKC/fck

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF

FCK, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: FCK, INC.

The principal place of business of this corporation shall be: 842 SW 11TH COURT, FORT LAUDERDALE, FLORIDA 33315.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective February 1, 1996.

ARTICLE V - OFFICERS & DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Frederick C. Kimble  
842 SW 11th Court  
Fort Lauderdale, Florida 33315

Zack Miller  
1455 NE 28th Court  
Pompano Beach, Florida 33064


ARTICLE VI - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Frederick C. Kimble  
842 SW 11th Court  
Fort Lauderdale, Florida 33315

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this first day of February 1996.

Signature(s) of Incorporator(s)

  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF FLORIDA.  
COUNTY OF BROWARD.

THE FOREGOING instrument was acknowledged and sworn to before me this first day of February 1996, by Frederick C. Kimble, of FCK, Inc.

(Notary Public)

My Commission Expires: \_\_\_\_\_.

(SEAL)

**MARGARET K. CROSS**  
Notary Public, State of Florida  
My Comm. Expires Apr. 21, 1998  
No. CC 386603  
Bonded Thru Official Notary Service

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of Section 607.325, 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.

The name of the corporation is:

FCK, INC.

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

Frederick C. Kimble  
842 SW 11th Court  
Fort Lauderdale, Florida 33315

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SIGNATURE  (Corporate Officer)  
TITLE: PRESIDENT & C.E.O.  
DATED: FREDERICK C. KIMBLE.

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE  (Registered Agent)  
DATED: FEBRUARY 1, 1996.