

FEB-08-1996 15:40
2/08/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FROM: EMPEROR CORPORATE KIT COMPANY
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STATE OF FLORIDA SUITE 200
300 EAST GULF STREET MIAMI FL 33131-1000
TALLAHASSEE FL 32301 CONTACT: HAY STORMONT
FAX: (904) 222-0000 PHONE: (306) 541-3894
FAX: (306) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BOFFCO SERVICES, INC.
FAX AUDIT NUMBER: H96000001917

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/08/1996

TIME REQUESTED: 15:20:51

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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((H96000001917)))

** ENTER 'M' FOR MENU. **

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NUM CAPS Connect: 00:01:5

SPECIAL INSTRUCTIONS: RE: BOFFCO SERVICES, INC. - Please disregard the Articles of Incorporation faxed to you earlier (at approx. 3 p.m. today) for electronical filing. Enclosed are the revised Articles which should be filed electronically. Thank you.

FILED
95 FEB -8 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
b/c

RECEIVED

95 FEB -8 PM 4:34

ARTICLES OF INCORPORATION

OF

BOFFCO SERVICES, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is:

BOFFCO SERVICES, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.005 par value common stock.

ARTICLE V
QUORUM FOR SHAREHOLDERS' MEETINGS

Unless otherwise provided for in the corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 2533 N.W. 82nd Terrace, Coral Springs, Florida 33065, and the name of the initial registered agent of this corporation at such address is Robert C. Bofshever.

This instrument prepared by:
Harold S. Bofshever, F.A.
2455 East Sunrise Boulevard, Suite 917
Fort Lauderdale, Florida 33304
Florida Bar No. 218064

(954) 563.2727

FILED
95 FEB - 9 PM 4: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Robert C. Bofshever
2533 N.W. 82nd Terrace
Coral Springs, FL 33065

ARTICLE VIII
INCORPORATION

The name and address of the corporation's incorporator is:

Robert C. Bofshever
2533 N.W. 82nd Terrace
Coral Springs, FL 33065

ARTICLE IX
INDemnIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is:

2533 N.W. 82nd Terrace
Coral Springs, FL 33065

IN WITNESS WHEREOF, I have subscribed my name this 8 day of

Feb, 1996.


ROBERT C. BOFSHEVER
Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)


The foregoing instrument was acknowledged before me this 8 day of Feb, 1996, by ROBERT C. BOFSHEVER, who is personally

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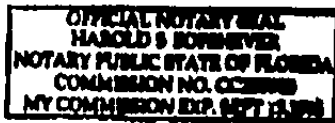
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known to me or has produced _____ as
identification and who did take an oath.



NOTARY PUBLIC - State of Florida

My commission expires:



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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

That BOFFCO SERVICES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Coral Springs, County of Broward, State of Florida has named ROBERT C. BOFSHEVER, located at 2533 N.W. 82nd Terrace, City of Coral Springs, County of Broward, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


ROBERT C. BOFSHEVER
Registered Agent

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95 FEB -8 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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