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2/19/96

FLORIDA DIVISION OF CORPORATIONS

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((H90000002358))

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: STARR UNLIMITED, INC.

FAX AUDIT NUMBER: H90000002358

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: STARR UNLIMITED, INC.
REF: W96000003744

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Loria Poole
Corporate Specialist

FAX Aud. #: H96000002358
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STARR UNLIMITED, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION
HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

THE NAME OF THIS CORPORATION IS: STARR UNLIMITED, INC.

ARTICLE II: NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE.

ARTICLE III: CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF
COMMON STOCK, HAVING A \$ 1.00 PAR VALUE.

ARTICLE IV: INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN,
IS: \$ 500.00.

ARTICLE V: TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

Marie M. McClain
McClain Financial Asst. Inc.
3310 W. Hillsboro Blvd.
Deerfield Beach, FL 33442
(305) 426-4337

196000007362

ARTICLE VI: ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THIS CORPORATION IS:
225 RIVER VILLAGE DR., DEBARY, FLORIDA, 32713.

ARTICLE VII: DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE
NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO
TIME BY THE BY-LAWS ADOPTED BY THE BOARD DIRECTORS.

ARTICLE VIII: INITIAL DIRECTORS

THE INITIAL DIRECTORS OF THIS CORPORATION SHALL BE:

ROBERT ATTANASIO 225 RIVER VILLAGE DR., DEBARY, FL.
SUSAN ATTANASIO, 225 RIVER VILLAGE DR., DEBARY, FL.

ARTICLE IX: SUBSCRIBERS

THE NAME AND POST OFFICE ADDRESS OF THE INITIAL SUBSCRIBERS OF
THESE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES OF STOCK
THEY AGREE TO TAKE AND THE VALUE OF THE CONSIDERATION THEREOF IS:

NAME	SHARES	CONSIDERATION
ROBERT ATTANASIO	250	\$ 250.00
SUSAN ATTANASIO	250	\$ 250.00

ADDRESS FOR BOTH IS LISTED IN ARTICLE VIII

Robert Attanasio
ROBERT ATTANASIO

Susan Attanasio
SUSAN ATTANASIO

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ARTICLE X: AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT THE STOCKHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

ARTICLE XI: REGISTERED AGENT

THE REGISTERED AGENT AND REGISTERED OFFICE OF THIS CORPORATION SHALL BE: ROBERT ATTANASIO
225 RIVER VILLAGE DR.
DEBARY, FLA. 32713

Robert Attanasio

REGISTERED AGENT

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED ROBERT ATTANASIO, AND SUSAN ATTANASIO, WHO EXECUTED AND SUBSCRIBED THESE FOREGOING ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 15th DAY OF February, 1996.

MY COMMISSION EXPIRES:

Marie M. McClain
NOTARY PUBLIC

MARIE M. MCCLAIN
Notary Public, State of Florida
My Comm. Expires Apr 20 1998
No. CC 366071
I received this Official Notary Seal

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NAME	SHARES	CONSIDERATION
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SUSAN ATTANASIO	250	\$ 250.00

ADDRESS FOR BOTH IS LISTED IN ARTICLE VIII

Robert Attanasio
ROBERT ATTANASIO

Susan Attanasio
SUSAN ATTANASIO

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TALLAHASSEE, FLORIDA