D9600001547 GERALD WEINBERG INC. 90 State Street Albany, New York 12207

Gerald Weinberg Lawrence A. Kirsch Telephone (518) 463-2051 NYS (600) 342-9856 Facsimile (518) 463-0079

FEBRUARY 14, 1996

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

100001716151 -02/15/96--01088--007 *****70.00 *****70.00

Re: ABV CORP.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

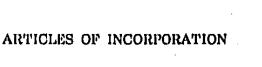
Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

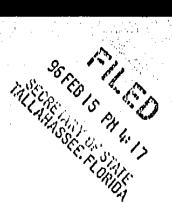
Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence A. Kirsch

Laurence a. Kirsch





ABV CORP.

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

ARTICLE_I_NAME

The name of the corporation is ABV CORP.

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, county, 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: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

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

Hilary Adduci 11 Oakwood Road P.O. Box 240 Hampton Bays, New York 11946

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

11 Oakwood Road P.O. Box 240 Hampton Bays, New York 11946

ARTICLE_VII_INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Lawrence A. Kirsch 90 State Street Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of February, 1996.

LAWRENCE A. KIRSCH

STATE OF NEW YORK)
COUNTY OF ALBANY) SS.:

The foregoing instrument was acknowledged and sworn to me before this 14th day of February. 1996 by the incorporator of ABV CORP.

Notary Public

My Commission Expires:

WENDY J. HENDERSON
Noterly Public, State of New York
No. 01HE5031008
Qualified in Albany County
Commission Expires July 25, 19

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,

1.	The name of the corporation is:ABV_CORP.
••	
2.	The name and address of the registered agent and office is:
	317 S. 17th Avenue
	(P. O. BOX NOT ACCEPTABLE)
	Hollywood, Florida 33020
	SIGNATURE Wilary Clouding HILARY ADDUCT (Corporate Officer)
	TITLE President
	DATE January 29, 1996
CO AG PR PE	VING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED PROPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY REE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE OVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE REFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF CTION 607.325 FLORIDA STATUTES. SIGNATURE Award W. Lundster Si(Registered Agent)
	DATE February 6, 1996