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Attorneys at Law 90 State Street Albany, New York 12207

Gerald Weinberg Lawrence A. Kirsch Telephone (518) 463-2051 NYS (800) 342-9856 Facsimile (518) 463-0079

MARCH 8, 1996

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

600001738996 -03/11/96--01066--006 *****70.00 ******70.00

Re: DIAMOND D ENTERPRISES II, INC.

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, ASSEE TAIL OF LAWrence A. Kirschille

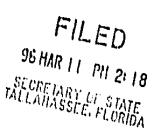
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ARTICLES OF INCORPORATION OF

DIAMOND D ENTERPRISES II, INC.

Filed by:

Kevin P. Barry, Esq. 310 Mill Street Poughkeepsie, New York 12601



ARTICLES OF INCORPORATION

DIAMOND D ENTERPRISES II, INC.

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 DIAMOND D ENTERPRISES II, INC.

ARTICLE IL 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:

Kenneth Rohlman 1929 North Federal Highway Boca Raton, Florida

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

1929 North Federal Highway Boca Raton, Florida

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 8th day of March, 1996.

EAWRENCE A KIRSCH

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

The foregoing instrument was acknowledged and sworn to me before this 8th day of March. 1996 by the incorporator of DIAMOND D ENTERPRISES II, INC.

Notary Public My Commission Expires:

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

GERTIFICATE 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,

lo	rida.
	The name of the corporation is: DIAMOND D ENTERPRISES II, INC.
	The name and address of the registered agent and office is:
	KENNETH ROHLMAN
•	1929 N. Endow-1 W
•	(P. O. BOX NOT ACCEPTABLE)
	Boca Raton, Florida
•	(CITY/STATE/ZIP)
	SIGNATURE (Corporate Officer)
	TITLE President
	DATE
,	NO BEEN MANCE TO A COMPANY
1	ING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STAPPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERE
1	LE IV AVI IN INIS CAPACITY AND FRIGTHER AGREE TO COMBLY WITH .
l	FORMANCE OF MY DUTIES AND LACCEPT THE DUTIES AND COMPLI
,	TION 607.325 FLORIDA STATUTES.
	\mathcal{A}_{i}
	SIGNATURE / MAIL X
	(Registered Agent)
	DATE DE DE CO
	FACE 96
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REGISTERED AGENT FILING FEE: \$20.00