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FLORIDA LAW CENTER, INC.

INDEPENDENT PARALEGAL SERVICES

SERVING DADE, BROWARD AND PALM BEACH COUNTIES

March 6, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001742121
-03/13/96--01115--001
*****70.00 *****70.00

Re: ASHFORD INDUSTRIES LIMITED, INC.

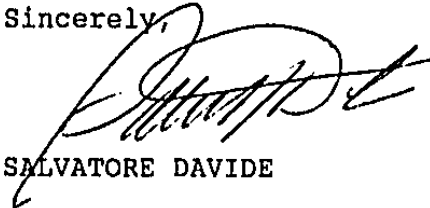
To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, as referred above, together with a check for \$70.00.

This represents the cost of the Filing Fees, Articles of Incorporation and fee for registered Agent Designation.

Please stamp the extra copy and return at your earliest convenience to our mailing address.

Sincerely,



SALVATORE DAVIDE

Enclosure

FILED
96 MAR 13 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAB
3/19/96

ARTICLES OF INCORPORATION

of

ASHFORD INDUSTRIES LIMITED. INC

FILED

96 MAR 13 AM 8:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation: ASHFORD INDUSTRIES LIMITED, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED (500) shares of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

KEN BUXBAUM
4712 S.W. 35TH AVE
FT. LAUDERDALE, FLORIDA 33312

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation are as follows:

KEN BUXBAUM
4712 S.W. 35TH AVE
FT. LAUDERDALE, FLORIDA 33312

ARTICLE VII - OFFICERS

The following individual shall hold office for the Corporation as designated below:

KEN BUXBAUM _____ PRESIDENT

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

KEN BUXBAUM
4712 S.W. 35TH AVE
FT. LAUDERDALE, FLORIDA 33312

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is as follows:

4712 S.W. 35TH AVE
FT. LAUDERDALE, FLORIDA 33312

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of MARCH, 1996.



KEN BUXBAUM

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in
the State and County set forth above, personally appeared:

KEN BUXBAUM

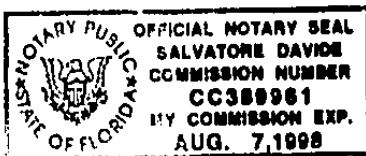
known to me and has provided the following identification

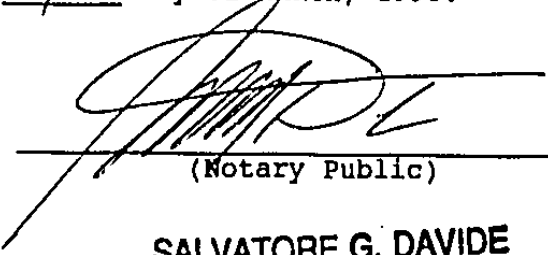
FLORIDA DRIVERS LICENSE B-215-504-44-306-0
(type of identification)

and known to me to be the person who executed the foregoing Articles of
Incorporation, and who acknowledged before me that he executed these
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the
State and County aforesaid, this 7 day of MARCH, 1996.

My Commission expires:




(Notary Public)

SALVATORE G. DAVIDE
(Printed Name of Notary)

CERTIFICATE OF REGISTERED AGENT
of
ASHFORD INDUSTRIES LIMITED, INC.


Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

4712 S.W. 35TH AVE
FT. LAUDERDALE. FLORIDA 33312

named KEN BUXBAUM located at the aforesaid address, as Registered Agent to accept service of process within this state.

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



KEN BUXBAUM
(registered agent)

The name and address of the Initial Registered Agent of this Corporation is:

KEN BUXBAUM
4712 S.W. 35TH AVE
FT. LAUDERDALE, FLORIDA 33312

MARCH 6, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA