

P96000039416

Business Advisory Group Inc.

2300 Palm Beach Lakes Blvd
Suite 300
West Palm Beach, Florida 33409
(407) 478-6388
Fax (407) 478-7316

April 17, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

EFFECTIVE DATE

May 1, 1996

500001805355
-05/02/96--01080--002
*****70.00 *****70.00

Re: THE 1293 CORPORATION

Dear Sir:

Enclosed herewith please find the Articles of Incorporation for the above referenced Corporation.

I am also enclosing a check in the amount of \$ 70.00 to cover the necessary filing fees.

Thank You.

Sincerely Yours,

Michael D. MacDonald
President

MDM/ab

96 MAY -2 AM 10: 10
FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

GB 5/8/96

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is **THE 1293 CORPORATION**

ARTICLE TWO

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is May 1, 1996.

ARTICLE THREE

The general purposes for which the corporation is organized are:

EFFECTIVE DATE
May 1, 1996

RECEIVED
JAN - 2 1996 10
STATE OF FLORIDA
CORPORATION DIVISION

1. To engage in the business of sales and merchandising.
2. To transact any other lawful business for which a corporation may be formed and allowed to do under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$.10 per share.

ARTICLE FIVE

The street address of the initial registered office and the principal office of the corporation is 1293 Westchester Drive West, West Palm Beach, Florida 33417 and the name of its initial registered agent at such address is Donald Haynes. **THIS IS ALSO THE ADDRESS OF THE INCORPORATOR.** His signature as an incorporator accepts the designation as registered agent.

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

Donald Haynes	OF	1293 Westchester Drive West West Palm Beach, Florida 33417
---------------	----	---

ARTICLE SEVEN

The name and address of each incorporator is :

Donald Haynes	OF	1293 Westchester Drive West West Palm Beach, Florida 33417
---------------	----	---

ARTICLE EIGHT

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property or leases thereof; or

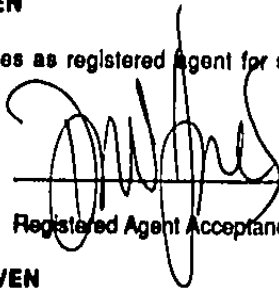
2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE NINE

The affirmative vote of all shares of the corporation represented at a meeting which a quorum is present shall be required to amend these Articles so as to increase or decrease the authorized number of, or change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the various classes of shares; or to merge or consolidate the corporation with or into any other corporation, or sell, lease, or convey all or substantially all of the assets of the corporation, or voluntarily to dissolve, liquidate or wind up its affairs.

ARTICLE TEN

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

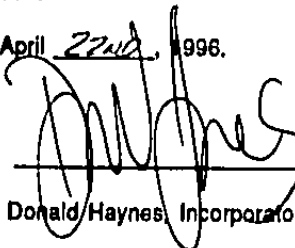


Registered Agent Acceptance

ARTICLE ELEVEN

The effective date of the corporate existence shall be on May 1, 1996.

Executed by the undersigned at Palm Beach County, Florida on April 22nd, 1996.



Donald Haynes, Incorporator

State of Florida

County of Palm Beach

The foregoing instrument was acknowledged before me this 22ND day of April, 1996.

My commissions expires:



MICHAEL D. MACDONALD
My Comm Exp 12/28/99 Notary Public
Bonded By Service Ins
No. CC504498



Michael D. Macdonald

Personally Known Other 1. D