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REFERENCE: 963405 Pale 389A Pyrits

AUTHORIZATION :

COST LIMIT: \$ 122.50

ORDER DATE : May 22, 1996

ORDER TIME : 3:34 PM

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ORDER NO. : 963405

CUSTOMER NO:

8306A

CUSTOMER: Ms. Peggy Dinnen

MANELLA KLAPHOLZ & HOCHSZTEIN

P.A.

2206 Hollywood Boulevard

Hollywood, FL 33020

DOMESTIC FILING

NAME:

SUCCESS EXPRESS +, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

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OF

SUCCESS EXPRESS +, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUCCESS EXPRESS +, INC.

The address of the principal office of this corporation shall be 2206 Hollywood Boulevard, Hollywood, Florida 33020, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2206 Hollywood Blvd., Hollywood, Florida 33020, and the name of the initial registered agent of the corporation at that address is Ross H. Manella.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. DIRECTORS

This corporation shall have one director initially. The name and street address of the initial member of the Board of Directors is:

NAME Martin Cloutier Dir.

ADDRESS 10690 Amber Street Boca Raton, Florida 33428

ARTICLE VIII. OFFICERS

The names and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

NAME Martin Cloutier Pres./Sec./Treas. ADDRESS 10690 Amber Street Boca Raton, Florida 33428

ARTICLE IX. INDEMNIFICATION

The corporation may indemnnify any officer, director, employee, or agent or any former officer, director, employee, or agent to the extent permitted by law.

ARTICLE X. MEETINGS BY CONFERENCE CALL

Numbers of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone call as provided by law, but regular meetings of the Board of Directors must be attended in fact and in person by each candidate.

ARTICLE XI. RESTRICTION OF NEW STOCK

No new corporate shares of any class shall be authorized or issued without the express written unanimous consent of shareholders. Minority shareholders shall consent to authorization and issuance of additional shares where minority interest are satisfactorily protected from dilution of their interest without requirement of additional consideration for such protection.

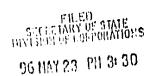
ARTICLE XII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 23, 1996.

Its Agent Gail Shelby Incorporator



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Ross Manella, an individual residing in this State having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

SUCCESS EXPRESS +, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida, Statutes.

Ross Manella