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R NAME: A & M OF DADE COUNTY, INC.
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17270 N.E. 19th Ave.,
ON, Miami Bch., FL 33162
(805) 940.7711
FBN. 098098

ARTICLES OF INCORPORATION
OF
A & M OF DADE COUNTY, INC.

ARTICLE I.

CORPORATE NAME

The name and Address of this corporation shall be:
A & M OF DADE COUNTY, INC.
3770 Royal Palm Avenue
Miami Beach, Florida 33140

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of Five Hundred (500) Shares of Stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Attila Matyas
3770 Royal Palm Avenue
Miami Beach, Florida 33140

ARTICLE V.

The Corporation and the Officers are to be considered as eligible for the conditions under Section 1264 of the Internal Revenue Code.

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ARTICLE VI.
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.
INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
ATTILA MATIAS	3770 Royal Palm Avenue Miami Beach, Florida 33140

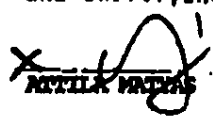
The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.
INCORPORATORS

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

<u>Incorporator</u>	<u>Address</u>
ATTILA MATIAS	3770 Royal Palm Avenue Miami Beach, Florida 33140

THE undersigned incorporators, for the purpose of forming a Corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

X  _____ (SEAL) _____ (SEAL)

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STATE OF FLORIDA)
COUNTY OF DADE) SS:

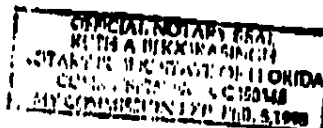
BE IT REMEMBERED that on this day before me, a
Notary Public duly authorized in the State and County named
above to take acknowledgments, personally appeared

ATTILA MATYAS
to me known to be the person(s) described as incorporator(s)
in the foregoing Articles of Incorporation, and he acknowledged
before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade
County, Florida, this 3 day of June, 1996.


NOTARY PUBLIC

My commission expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That A & M of Dade County, Inc.

desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the articles of
incorporation at City of Miami, County
of Dade, State of Florida

has named ATTILA MITYAS

located at 3770 Royal Palm Avenue, Miami Beach, Florida 33140

(Street address and number of building,
Post Office Box address not acceptable)

City of Miami, County of Dade

State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By X
ATTILA MITYAS
(Resident Agent)

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