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Lisa Marie Macchi, P.A.
Attorney at Law ✓

FILED

96 JUN 20 AM 8 02

SECRET
TALLAHASSEE, FLORIDA

June 18, 1996

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

One Ocean Plaza
One South Ocean Boulevard
Suite 310
Deer Beach, Florida 33432
Telephone (407) 361-3528
Telex (407) 361-0241

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*****70.00 *****70.00

Re: L.A.B. Holdings, Inc.

Dear Sir/Madam:

Enclosed herewith please find an original and copy of Articles of Incorporation with regard to the above matter together with a check to your order in the amount of \$70.00, representing the filing fee.

Please file the original, conform the copy and return same to my office at your earliest convenience.

I thank you for your attention to this matter. Should you have any questions regarding this matter, please call me.

Very truly yours.

Lisa Marie Macchi
LISA MARIE MACCI

LMM/lp

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6-24-96

ARTICLES OF INCORPORATION
OF
L..A.B. HOLDINGS, INC.

FILED
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SECY
TALLAHASSEE, FLORIDA

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

ARTICLE 1. NAME

The name of the corporation shall be:

L..A.B. HOLDINGS, INC.

The address of the principal office of this corporation shall be 1561 So. Congress Avenue, Suite 235, Delray Beach, Florida 33445, 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1 South Ocean Blvd., Suite 310, Boca Raton, FL 33432, and the name of the initial registered agent of the corporation at that address is Lisa Marie Macci, Esquire

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have the following directors initially. The name and address of the initial directors who shall hold office for the first year of the corporation, or until his or her successors are elected or appointed are:

Laura Anne Bass/Director
1561 So. Congress Avenue, Suite 235
Delray Beach, FL 33445

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

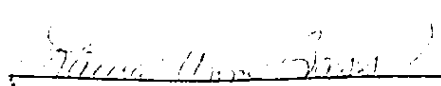
ARTICLE VIII. INCORPORATOR

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

Laura Anne Bass
1561 South Congress Avenue, Suite 235
Delray Beach, FL 33445

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on


June 11, 1996.



Laura Anne Bass

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Lisa Marie Macchi, Esquire, having a business office located at 1 South Ocean
Blvd., Suite 310, Delray Beach, FL 33445, and having been designated as the
Registered Agent in the above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section 607.0505, Florida
Statutes.


Lisa Marie Macchi

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