

P960000 54894

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

F. O'NEILL JUN 27 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/27/96		
TIME	1:00		CK No. _____
BY	CD		

WALK-IN _____
 Will Pick Up _____

RE: H J L, Inc. No 52602

<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
H J L, INC.

FILED
95 JUN 27 PM 3:05
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **H J L, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2435 Hollywood Blvd., Hollywood, FL 33020.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Jason Pinchoff, 2435 Hollywood Blvd., Hollywood, FL 33020.

The undersigned has executed these Articles of Incorporation this 27th day of June 1996.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

_____

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

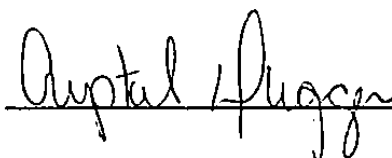
1. The name of the corporation is **H J L, INC.**

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96 JUN 27 PM 3:05
TALLAHASSEE, FLORIDA

2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"



P96000054894

LAW OFFICES

COTLER & BASEMAN, P.A.

2438 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33020

TELEPHONE (954) 928-4000
NORTH BROWARD (954) 348-6988
DADE (305) 944-1493
FAX (954) 928-1830

PLEASE REPLY TO HOLLYWOOD

BOCA RATON OFFICE
THE PLAZA - SUITE 801
8388 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486
(407) 398-1767

RICHARD B. COTLER
ALAN H. BASEMAN*
LAURENCE GLAZER*
MICHAEL GREENWALD
FREDERICK LEONE, JR.,***
* FLORIDA BAR CERTIFIED IN
WILLS, TRUSTS & ESTATES
** FLORIDA BAR CERTIFIED IN
TAXATION
* OF COUNSEL

June 25, 1997

Secretary of State
State of Florida
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: HJL, Inc.

300002225863--3
-06/30/97--01024--006
*****35.00 *****35.00

Dear Sirs:

Enclosed please find the Statement of Change of Registered Agent for Corporations in connection with HJL, Inc. We have also enclosed our check in the amount of \$35.00 made payable to the Secretary of State to cover the cost of filing the enclosed statement.

Thank you for your cooperation in this matter.

Very truly yours,

Alan H. Baseman

ALAN H. BASEMAN
For the Firm

AHB:bjc
Enclosures
cc/enc: Jason Pinchoff, President

R.A./R.D.
Change

FILED
97 JUN 30 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UAW 7-7-97

STATEMENT OF CHANGE OF REGISTERED AGENT
FOR CORPORATIONS

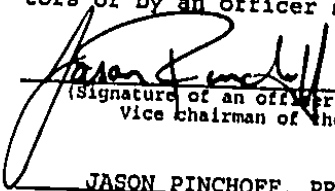
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508 or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: MJL, INC.
- 1b. The mailing address of the corporation is: 2435 HOLLYWOOD BOULEVARD, HOLLYWOOD, FLORIDA 33020.
- 1c. Date of incorporation: JUNE 27, 1996. Document number: P96000054094.
- 1d. The name and address of the current registered agent and office:
CAPITAL CONNECTION, INC.
417 E VIRGINIA STREET, SUITE 1
TALLAHASSEE, FL 32301
- 1e. The name and address of the new registered agent and office:
COTLER & BASEMAN, P.A.
c/o ALAN H. BASEMAN, ESQ.
2435 HOLLYWOOD BOULEVARD
HOLLYWOOD, FL 33020

97 JUN 30 PM 3:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or
Vice chairman of the board)

06/25/97
(Date)

JASON PINCHOFF, PRESIDENT
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Collet Baseman, P.A.
By: *Alan H. Baseman, Vice President*
(Signature of Registered Agent)

06/25/97
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314