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Atlantic Coast Inc.
880 N.E. 69 St Suite #1D
Miami, Florida 33138

June 27, 1996

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-07/02/96--01007--003
****125.00 ****125.00

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

Dear Gentlemen,

Enclosed is a check for \$125.00.
Please file these articles and please send us a certified copy.

Sincerely,


Nicholas Thomas-Osborne.

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95 JUL -1 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

Of

ATLANTIC COAST INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida. and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The principal name and address of the corporation shall be :

ATLANTIC COAST INC.
880 NE. 69 ST. #
Suite 1D
MIAMI FL. 33138

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might due, viz:

- (1). Transact any and all lawful business.
- (2). Said corporation shall further have powers : To have perpetual sucession by its corporate name;
 - a. To sue and be sued, complain, and defend in it's corporate name in all actions and in all proceedings ;
 - b. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

c. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

d. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of it's property and assets;

e. To lend money to, and use it's credit to assist, it's officers and employees in accordance with Florida Statute #607.141;

f. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

g. To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue it's notes, bonds, and other obligations, and secure any and all it's obligations by mortgage or pledge of all and any of it's property, franchises, and income;

h. To lend money for it's corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

i. To conduct it's business, carry on it's operations, and have offices and exercise the powers granted by this act within or without this state;

j. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

k. To make and alter by -laws, not inconsistent with it's Articles of Incorporation or with the Laws of this State, for the Administration;

l. To make donations for the public welfare or for charitable, scientific, or educational purposes;

m. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

n. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of it's directors, officers, and employees of it's subsidiaries;

o. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

p. To have and exercise all powers necessary or convenient to affect it's purposes;

q. To indemnify any person who by reason of the fact that he is or was a director, officer, employee, or agent of the corporation to the full extent as permitted by Florida Statue #607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of One Hundred Shares , having an individual par value of Ten Dollars. (\$ 10.00).

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the principal address are on in the same. The name of the initial Registered Agent of this corporation shall be :

Nicholas Thomas - Osborne P/S/D
880 NE 69 St Suite 1A
Miami FL 33138

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


Registered Agent

ARTICLE VI

The Initial Board of Directors shall consist of a total of (01) persons, and the name and address of the person who is to serve as an initial director is :

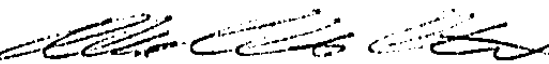
Nicholas Thomas - Osborne P/S/D
880 NE 69 St Suite 1A
Miami FL 33138

The name and address of the incorporator executing these Articles of Incorporation is:

Nicholas Thomas - Osborne.
880 NE 69 St. Suite 1A.
Miami FLA 33138

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 27th day of June, 1996.

WITNESSES:



Thomas R. Toth-KNS




Nicholas G. Thomas-Osborne


STATE OF FLORIDA,)
COUNTY OF DADE) SS.#547-65-1390

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Nicholas G. Thomas-Osborne and known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27th day of June, 1996.



MIRIAM V. LOPEZ
MY COMMISSION # CC403484 EXPIRES
September 25, 1998
BONDED THRU TROY FARM INSURANCE, INC.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

Miriam V. Lopez

My commission expires :

FILED
95 JUL -1 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA