

P96000064796

TRANSMITTAL LETTER

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

700001910607
-08/01/96--01040--022
*****78.75 *****78.75

SUBJECT: Ludowici & Associates, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: **\$ 78.75** Filing Fee & Certificate

Please return the copy to me with the filing date stamped on it.

FROM:

Edgar R. Ludowici
5600 Collins Avenue, Apt. 9 D
Miami Beach, FL 33140
Phone: (305) 864-7306

FILED
96 AUG - 1 PH 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL JUL - 2 1996

Articles of Incorporation

FILED

96 AUG -1 PM 2: 20

STATE OF FLORIDA
TALLAHASSEE

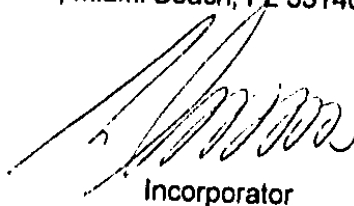
1. The name of the corporation shall be:
Ludowici & Associates, Inc.
2. The principal place of business and mailing address of the corporation is:
1602 Alton Road, Suite 64, Miami Beach, FL 33140.
3. The corporation shall have the authority to issue 1,000,000 shares of stock.
4. The registered agent of the corporation is Edgar Ludowici,
and the street address is 5600 Collins Avenue, Suite 9 D, Miami Beach,
FL 33140.
5. The initial Board of Directors shall have 1 member whose name and address
is Edgar Ludowici, 5600 Collins Avenue, Suite 9 D, Miami Beach, FL 33140.

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Edgar R. Ludowici, whose street
address is 5600 Collins Avenue, Apt. 9 D, Miami Beach, FL 33140.

July, 29th, 1996

Dated

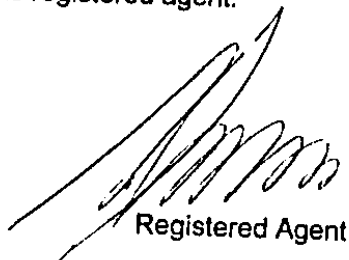


Incorporator

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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

July, 29th, 1996

Dated



Registered Agent