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FILED
AUG 23 1996
TELEPHONE RECORDER (813) 221-3697

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AUG 22, 1996

Via Overnight Delivery
Airborne Express 5548486

Secretary of State
Division of Corporations
Department of State
George Firestone Building
Tallahassee, Florida 32399

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-08/23/96--01093--012
***122.50 ***122.50

Re: Articles of Incorporation -
COLONIAL SYSTEMS, INC.

Dear Sir or Madam:

Enclosed please find an original and copy of Articles of Incorporation, for the above-reference corporation along with our firm check in the amount of \$122.50 for your fee as follows:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00
Total	\$122.50

Please return the certified copy of the Articles in the self-addressed, stamped envelope I have provided. Thank you.

Very truly yours,

LEONARD H. MARKS, P.A.

Leonard H. Marks, Esquire

8/26/96
[Signature]

LHM:amf
Enclosures

ARTICLES OF INCORPORATION
OF
COLONIAL SYSTEMS, INC.

FILED
95 MAR 23 PM 12:24
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name of the corporation is:

COLONIAL SYSTEMS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office, if known, and a mailing address of the corporation is as follows:

Principal Office

Mailing Address

308 Egret Lane
Fort Lauderdale, Florida 33327

Same

ARTICLE III - COMMENCEMENT AND DURATION

The corporation shall commence its corporate existence on the date of the filing of these Articles of Incorporation, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - AUTHORIZED SHARES

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

The shares of stock may be issued for such consideration, having a value not less than the par value, if any, of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and address of the initial directors who shall hold office until their successor, who shall be chosen at the first meeting of the shareholders have qualified, shall be:

<u>Name</u>	<u>Address</u>
Scott Coloney	308 Egret Lane Fort Lauderdale, Florida 33327
Jennifer Coloney	308 Egret Lane Fort Lauderdale, Florida 33327

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX - AMENDMENT

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Leonard H. Marks, Esquire
500 East Kennedy Blvd.
Tampa, Florida 33602

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 308 Egret Lane Ft. Lauderdale, Florida 33327, and the name of the initial registered agent of the corporation at that address is Scott Coloney.

IN WITNESS WHEREOF, the undersigned, as incorporator hereby executes these articles of incorporation this 21st day of August, 1996.


LEONARD H. MARKS

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21st day of August, 1996, by Leonard H. Marks, who is personally known to me and who did not take an oath.



(SEAL)

My commission expires: Jan 17, 2000

ADA M FALKINGHAM
My Commission CC826228
Expires Jan. 17, 2000

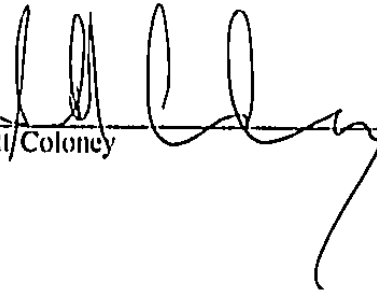
Ada M. Falkingham
Notary Public
Print Name: Ada M. Falkingham

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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

The undersigned hereby accepts the designation as registered agent of the above corporation.

value/articles.esi



Scott Coloney

FILED
95 AUG 23 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA