

0960000 71698

Date

8/22/96

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

000001933460
-08/27/96--01139--016
***122.50 ***122.50

Re: _____ EXHIBIT 1, INC.

000001933460
-08/27/96--01139--016
***122.50 ***122.50

Gentlemen:

Enclosed please find the original and one copy of Articles
of Incorporation, together with my check in the amount of
\$122.50.

This represents the cost of the Filing Fees, Certified Copy
of Articles of Incorporation and Fee for Registered Agent
Designation for the above named corporation.

Very truly yours,
Marcia J. Delfaver

EXHIBIT 1, INC.

(mailing address of corporation)

3325 Griffin Road Suite #243

Ft. Lauderdale, Florida 33312

FILED
56 AUG 26 PM 2:10
TALLAHASSEE, FLORIDA

8/28/96
11

ARTICLES OF INCORPORATION

of
EXHIBIT 1, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

EXHIBIT 1, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	EXHIBIT 1, INC.		
ADDRESS	3325 Griffin Road Suite#243		
CITY	Ft. Lauderdale	FLORIDA	ZIP 33312

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Marcia J. Delfaver		
ADDRESS	3325 Griffin Road Suite #243		
CITY	Ft. Lauderdale	FLORIDA	ZIP 33312

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Marcia J. Delfaver		
ADDRESS	3325 Griffin Road Suite #243		
CITY	Ft. Lauderdale	STATE FL.	ZIP 33312
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			

ARTICLE VII - INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are as follows:

NAME	Marcia J. Delfaver			Pres/Sec/Dir
ADDRESS	3325 Griffin Road Suite #-243			
CITY	Ft. Lauderdale	STATE	Fl.	ZIP 33312
NAME				
ADDRESS				
CITY		STATE		ZIP
NAME				
ADDRESS				
CITY		STATE		ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22 day of August, 1996.

Marcia J. Delfaver (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF Broward)

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Marcia J. Delfaver

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 22 day of August, 1996.

(Notary Seal)

Walter T. Santolucito
 (Notary Public, State of Florida at Large)

My Commission expires:



Walter T. Santolucito
 MY COMMISSION # CCS34888 EXPIRES
 February 28, 2000
 BONDED THRU TROY PAIR INSURANCE, INC.

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

EXHIBIT 1, INC.
(name of corporation)

FILED
MAR 26 PM 2:10
CLERK OF DISTRICT COURT
SEMINOLE COUNTY, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3325 Griffin Road Suite # 243
Ft. Lauderdale, Fl. 33312

has named Marcia J. Delfaver
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Marcia J. Delfaver
(registered agent)

