

W.B.D. Accounting, Inc.

10001 N.W. 50th Street
Suite 204
Sunrise, FL 33351

P960000075069

(954) 746-0156
Fax: (954) 746-7800

September 5, 1996

Division of Corporations
Florida Dept. Of State
409 E. Gaines Street
Tallahassee, FL 32399

100001341121
-09/06/96--01049--019
****122.50 ****122.50

Dear Sir/Madam:

We are enclosing Articles of Incorporation in respect of the following corporation:

AIN'T MISBEHAVIN, INC.

We also enclose our check in the amount of \$122.50 to cover the cost of incorporation. We would respectfully request that this be processed as soon as possible and returned to us in the enclosed Federal Express envelope. Should you have any questions, please feel free to call this office.

We appreciate your cooperation in this matter, for which we thank you in advance.

Very truly yours,
WBD ACCOUNTING, INC.

Robert E. Gass

REG:tb

Enclosures

F:\WPDOCS\WBD\CLIENT\DIVCORP.LTR

SEP 10 1996

BSB

FILED
96 SEP -6 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AIN'T MISBEHAVIN, INC.**

FILED
96 SEP -6 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be AIN'T MISBEHAVIN, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial principal office of the corporation shall be 8451 SW 10th Court, Pembroke Pines, FL 33025.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VII. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation and the corporation's principal office and mailing address is:

Stacey L. Marino

8451 SW 10th Court
Pembroke Pines, FL 33 :

ARTICLE IX. INCORPORATOR & REGISTERED AGENT

The name and street address of the registered agent to these Articles of Incorporation and the registered agent's principal office and mailing address is:

Daniel G. Gass

10001 NW 50th Street, #204
Sunrise, FL 33351

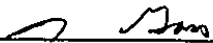
I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation and am the incorporator of said corporation.

X


Daniel G. Gass

I hereby am familiar with and accept the duties and responsibilities as incorporator of said corporation.

X


Daniel G. Gass