

NOV 1996 12:42 FROM THE COMPANY CORP. TO 19849224881 P.01

**P96000090222**

TO: DIVISION OF CORPORATIONS  
(904)922-4001

FROM: THE COMPANY CORPORATION  
076660001006  
CONTACT: REGINA CEPHAS  
PHONE: (302)575-0440  
(302)575-1346

ACCT#:

FAX #:

NAME: AMERICAN VALUES INC.  
AUDIT NUMBER.....H96000015439  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 2  
CERT. COPIES.....0 DEL.METHOD.. FAX  
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:

FILED  
96 NOV -1 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
NOV -1 PM 1:33  
TALLAHASSEE, FLORIDA

96A-50529  
11-4-96  
YTB

H96000015439

ARTICLES OF INCORPORATION  
OF  
AMERICAN VALUES INC

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be American Values Inc.
- SECOND: The address initial registered office of the corporation is, 2008 A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 130 Andrews Ave., Ste 1, Delray Beach, FL 33483.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 100 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:  
Leo Geller- 7224 Ballantrae Ct., Boca Raton, FL 33496.  
Alan Geller- 130 Andrews Ave., Ste 1 Delray Beach, FL 33483.
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:  
Elizabeth Brown 1313 N. Market St., Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 31st of October, 1996.

State of Delaware

*Elizabeth Brown*  
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 31st of October, 1996, by Elizabeth Brown.

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000  
Notary Public

This document was prepared by Elizabeth Brown, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

H96000015439

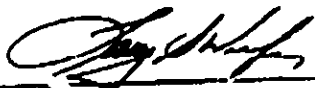
H96000015439

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this AMERICAN VALUES INC desiring to  
organize under the laws of the state of Florida with its principal place of business located in the  
city of Delray Beach, State of Florida, has named Larry Wolfe  
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of  
process within Florida.

Having been named to accept service of process for the above stated corporation, at the  
place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of my  
duties.

  
Larry Wolfe

October 31st. 1996  
Date

H96000015439