

P960000 97558

Robert G. Covington

Attorney and Counselor at Law

November 1, 1996

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


Re: Samuels & Murrah Corporation
SAMUEL & ASSOCIATES, INC.
Incorporation

600001996106--3
-11/05/96--01107--006
****122.50 ****122.50

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation for the above captioned corporation, and our check in the amount of \$122.50. Please enter this corporation and return to us a certified copy of the Articles of Incorporation.

Respectfully yours,


Robert G. Covington

RGC:mb

Enclosures

cc: Ms. Mary C. Garcia

DMC
11/7/96
W96-23792
502

FILED
NOV 26 AM 10:33
STATE
TALLAHASSEE, FLORIDA



891- 3358

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 8, 1996

ROBERT G. COVINGTON
ATTORNEY AND COUNSELOR AT LAW
5901 SW 74TH STREET #402
SOUTH MIAMI, FL 33143

SUBJECT: SAMUEL & ASSOCIATES, INC.
Ref. Number: W96000023792

We have received your document for SAMUEL & ASSOCIATES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 996A00051302

Robert G. Covington

Attorney and Counselor at Law

November 22, 1996

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

Re: SAMUELS & MURRAH CORPORATION
Incorporation

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation for the above captioned corporation, and a copy of your letter concerning a previous proposed corporation. Please apply our check previously forwarded to the filing fee, enter this corporation and return to us a certified copy of the Articles of Incorporation.

Respectfully yours,



Robert G. Covington

RGC:mb

Enclosures

cc: Ms. Mary C. Garcia

**ARTICLES OF INCORPORATION
OF
SAMUELS & MURRAH CORPORATION**

FILED
96 NOV 26 AM 10:33
TALLAHASSEE
FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is

SAMUELS & MURRAH CORPORATION

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles.
The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be Five Hundred (500) shares having a par value of One Dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the Corporation will be **Robert G. Covington, 5901 S.W. 74th Street, Suite 402, South Miami, FL 33143**. The initial street address of the principal office of the Corporation will be **7245-B S.W. 57th Court, South Miami, FL 33143**. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have One (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Mary C. Garcia
7245-B S.W. 57th Court
South Miami, FL 33143

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Mary C. Garcia
7245-B S.W. 57th Court
South Miami, FL 33143

ARTICLE VIII: AMENDMENTS

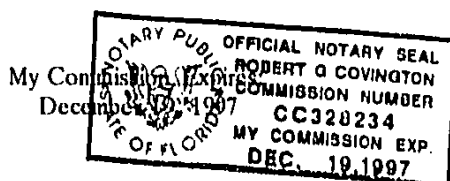
The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

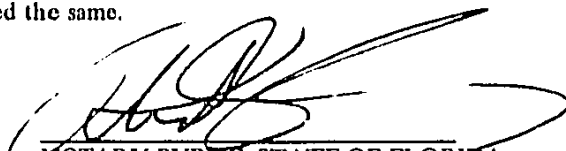
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 30 day of October, 1996.


MARY C. GARCIA

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned Notary Public, on the 30 day of October, 1996, personally appeared MARY C. GARCIA, who, having produced her driver's license and having been first duly sworn according to law, states that she is the person described in and who executed the foregoing instrument and acknowledges before me that she executed the same.




NOTARY PUBLIC, STATE OF FLORIDA
Name: Robert G. Covington
Commission #CC328234

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITH THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

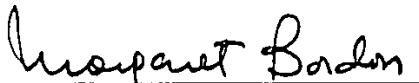
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:


That SAMUELS & MURRAH CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the city of South Miami, County of Dade and State of Florida has named: Robert G. Covington, 5901 S.W. 74th Street, Suite 402, South Miami, Florida 33143, County of Dade, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Executed this 22 day of NOVEMBER 1996.


Witness


ROBERT G. COVINGTON
Registered Agent