

12/12/96

TO *11/11/97*
196000101841

I have enclosed a postage paid express mail package to return the enclosed incorporation papers.

I appreciate your returning these documents in the postage paid package. I also have enclosed a check for processing for \$122.50

Any question or problem please call me at 407-293-7111. I will return your call within 2 hours.

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****122.50 ****122.50

Sincerely

Donald A. K...

FILED
96 DEC 16 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 18 1996

BSB

ARTICLES OF INCORPORATION

Of Cromwell Crowne Corporation

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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 Cromwell Crowne Corporation

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida , or any other state, county, 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 ten million (10,000,000) shares of common stock having a par value of \$.001 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 4006 Versailles Drive, Orlando, FL 32808, and the name of the initial Registered Agent for the corporation at that address is Daniel A. Kaminsky.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Arnold A. Mourino

Daniel A. Kaminsky

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Daniel A. Kaminsky
4006 Versailles Drive
Orlando, FL 32808

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15th day of October, 1996.

Incorporator:

Daniel A. Kaminsky
Daniel A. Kaminsky

STATE OF Florida
COUNTY OF Orange

The foregoing instrument was executed and acknowledged before me this 10th day of December, 1996, by Daniel A. Kaminsky.

(SEAL)



JUNE L. METCALF
My Commission CC500198
Expires Oct. 09, 1999

June L. Metcalf

Notary Public
State of Florida
My Commission Expires:

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida.
The Cromwell Crowne Corporation, a corporation organizing under the laws of the State of Florida, with its principal office located at 4006 Versailles Drive, Orlando, Florida 32808, has named Daniel A. Kaminsky, whose address is 4006 Versailles Drive, Orlando, Florida 32808 as its Agent to accept service of process within this State.

ACCEPTANCE:

I, Daniel A. Kaminsky, agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Daniel A. Kaminsky

STATE OF Florida
COUNTY OF Orange

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared
Daniel A. Kaminsky, who, after being duly sworn, deposes and
says that the facts and matters contained above are true and correct, and that he has executed the
same for the purposes expressed herein.

WITNESS my hand and official seal this 10th day of
December, 1996.

(SEAL)



JUNE L. METCALF
My Commission CC500196
Expires Oct. 09, 1999

June L. Metcalf
Notary Public
State of Florida
My Commission Expires: _____