

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Alice is aware of P94000055695

RE: S + S Realty
Corporation

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
400002040094--7		
<input type="checkbox"/> Name Reservation	-12/27/96--01102--011	
<input type="checkbox"/> Annual Report/Reinstatement	****122.50 ****122.50	
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS _____

96 DEC 27 PM 2:30
 SECRETARY OF STATE
 TALLAHASSEE, FL 32304

FILED

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY APP _____

WALK-IN Will Pick Up 1227 300

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

THANK YOU
 from
 Your Capital Connection

Bruce J. Kirsch
Attorney at Law

The Hallmark Building
3800 South Ocean Drive, Suite 218
Hollywood, Florida 33019

(954) 456-0220
(954) 456-0077 Fax

December 23, 1996

VIA FEDERAL EXPRESS

Division of Corporations
George Firestone Bldg.
409 E. Gaines Street
Tallahassee, FL 32399

Re: S & S Realty Corporation

Gentlemen:

Enclosed please find Articles of Incorporation for the above along with my check in the amount of \$122.50 representing the following:

Filing fee	\$35.00
Certified copy	52.50
Registered Agent	<u>35.00</u>
Total check amount.....	\$122.50

Please return the certified copy in the enclosed stamped, self-addressed envelope provided for your convenience.

Thank you for your attention to this matter.

Very truly yours,


BRUCE J. KIRSCH, ESQUIRE

bjk:jh

enc.

\\s&s\\divcorp

FILED
96 DEC 27 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
S & S REALTY CORPORATION

FILED
96 DEC 27 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME: The name of this Corporation is:

S & S REALTY CORPORATION

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by this Corporation is as follows:

1. The Corporation may engage in any activity of business which is permitted under the laws of the State of Florida.

2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its properties.

3. And further, to borrow or raise money for any purposes of the Corporation, and to secure the same interest, or for other purposes, to mortgage all or part of the property, corporeal or incorporeal rights or franchise of this Corporation now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE and No/100 (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this Corporation will begin business is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION. This Corporation shall commence

its existence immediately upon the filing of these Articles of Incorporation, pursuant to Section 607.167, Florida Statutes, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

INITIAL PRINCIPAL OFFICE. The street address of the initial Principal Office of this Corporation in the State of Florida shall be:

3800 S. Ocean Drive, #224
Hollywood, FL 33019

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said Corporation may desire.

ARTICLE VII

BOARD OF DIRECTORS. This Corporation shall have two Director(s) initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL OFFICERS: The names and addresses of the initial Officers and first Board of Directors to these Articles of Incorporation are as follows:

SHELDON ROSENTHAL
3800 S. Ocean Drive, #224
Hollywood, FL 33019

President/Director

SARAH WEISSBARD
3800 S. Ocean Drive, #224
Hollywood, FL 33019

Secretary/Treasurer/
Director

ARTICLE IX

INCORPORATOR. The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

Sarah Weissbard
3800 S. Ocean Drive, #224
Hollywood, FL 33019

ARTICLE X

AMENDMENT. These Articles of Incorporation may be amended in

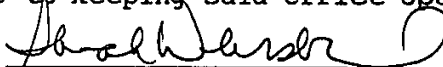
the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

REGISTERED AGENT: That Sarah Weissbard, 3800 South Ocean Drive, Suite 224, Hollywood, Florida 33019, is hereby named as Registered Agent for this Corporation, to be its agent and to accept service of process within the State of Florida.


ACKNOWLEDGEMENT

Having been named to accept service of process for S & S REALTY CORPORATION, at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping said office open.



SARAH WEISSBARD
Registered Agent

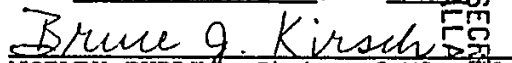
I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a Corporation for profit to do business within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 23rd day of December, 1996.

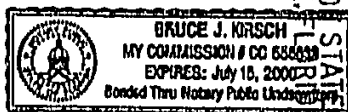

SARAH WEISSBARD

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, appeared SARAH WEISSBARD, who is personally known to me or has produced N/A as identification, and who subscribed to the foregoing Articles of Incorporation, and who acknowledged before me that he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 23rd day of December, 1996.


NOTARY PUBLIC, State of Florida
Printed Name:



FILED
96 DEC 27 PM 2:30
TALLAHASSEE
SECRETARY OF STATE