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ATTORNEYS AT LAW

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Of Counsel

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(601) 395-7745
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December 9, 1996

Department of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Ocean Drive Group, Inc., a Florida Corporation

Dear Sir/Madam:

Enclosed are the duly executed Articles of Incorporation for the above referenced corporation.

Please file the enclosed Articles of Incorporation and, upon completion of the filing process, certify and return to us one certificate under seal. We have enclosed a check in the amount of \$78.75 to cover the fees.

Thank you for your assistance in this matter.

Very truly yours,

Jerald A. Goldstein

JAG/dls
Enclosures

1/7/97

FILED
96 DEC 31 PM 12:01
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OCEAN DRIVE GROUP, INC.

96 DEC 31 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be Ocean Drive Group, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation shall may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having One (\$1.00) Dollar par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is Five Hundred Dollars (\$500.00) .

ARTICLE V

TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VI

ADDRESS

The initial street address of the office of this Corporation in the State of Florida shall be 5355 Town Center Road, #301, Boca Raton, Florida 33486.

The initial principal office address of the Corporation shall be: 5355 Town Center Road, #301, Boca Raton, Florida 33486.

ARTICLE VII

REGISTERED AGENT

The Registered Agent of this Corporation shall be Jerald A. Goldstein, Esq., and the registered agent address is: 5355 Town Center Road, #301, Boca Raton, FL 33486.

I do hereby accept the duties and responsibilities as registered agent.

Accepted this 23 day of December, 1996.


JERALD A. GOLDSTEIN

ARTICLE VIII

DIRECTORS

This Corporation shall have two (2) Directors, initially. The number of Directors may be increased and decreased from time to time by the By-Laws adopted by the Shareholders. The initial Directors of the Corporation shall be:

MARK MASTERS 5355 Town Center Road, #301
Boca Raton, FL 33486

SAM SINGER 5355 Town Center Road, #301
Boca Raton, FL 33486

ARTICLE IX

SUBSCRIBERS

The name and street address of the Subscriber of these Articles of Incorporation, and the number of shares of stock he has agreed to take, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
MARK MASTERS	5355 Town Center Road, #301 Boca Raton, FL 33486	100
SAM SINGER	5355 Town Center Road, #301 Boca Raton, FL 33486	400

ARTICLE X

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI

AMENDMENT

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

ARTICLE XII

INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
MARK MASTERS	5355 Town Center Road, #301 Boca Raton, FL 33486
SAM SINGER	5355 Town Center Road, #301 Boca Raton, FL 33486

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 23 day of December, 1996.



MARK MASTERS, Incorporator



SAM SINGER, Incorporator

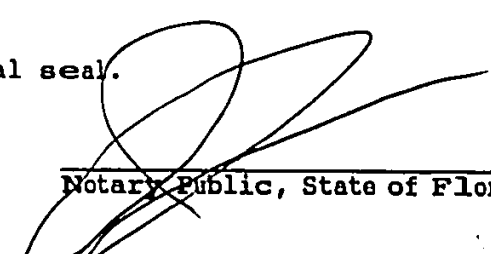
STATE OF FLORIDA)

) ss:

COUNTY OF PALM BEACH)

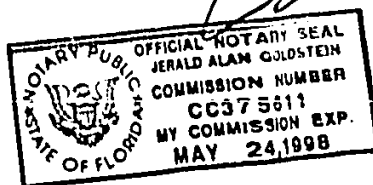
The foregoing was acknowledged before me, a Notary Public of the State of Florida, this 23 day of December, 1996, by MARK MASTERS and SAM SINGER, who are personally known to me or who produced their driver's licenses as identification, and who did (did not) take an oath.

WITNESS my hand and official seal.



Notary Public, State of Florida

My commission expires:



96 DEC 31 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED