

Law Office of
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P97000012806
January 31, 1997

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

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-02/07/97--01066--009
****122.50 ****122.50

Re: 139 SW Corporation
139 S.W. 6th Street
Pompano Beach, Florida 33060

To whom it may concern:

Enclosed please find the Original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and fee for Registered Agent Designation for the above named Corporation. Please return certified copy to my attention.

Thank you for your assistance.

Sincerely,



Carl J. Mecke

/jm

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -7 AM 10:20

16/10/97

ARTICLES OF INCORPORATION
of
139 SW CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB -7 AM 10:20

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be 139 SW CORPORATION.

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved pursuant to Florida statutes.

ARTICLE III - PURPOSE

This Corporation may engage in any lawful business or activity under the laws of the State of Florida, under the laws of the United States or any other state, county, territory or nation in which the corporation chooses to transact business.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any given time one hundred (100) shares of stock, which shall be designated "Common Shares." There shall be a par value of one (1) dollar per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Office and the Registered Agent of this Corporation is:

Craig Emerson
139 S.W. 6th Street
Pompano Beach, Florida 33060

The principal office and mailing address of this corporation is:

139 SW Corporation
139 S.W. 6th Street
Pompano Beach, Florida 33060

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation.

This Corporation shall have one (1) Director initially consisting of the corporate officers. However, the number of Directors may be increased or decreased from time to time pursuant to the By-Laws, but shall never be less than one (1) Director. The name and address of the Initial Board of Directors is as follows:

Craig Emerson
139 S.W. 6th Street
Pompano Beach, Florida 33060

ARTICLE VII - INCORPORATORS

The names and street address of the incorporator to these Articles of Incorporation is as follows:

Craig Emerson
139 S.W. 6th Street
Pompano Beach, Florida 33060

ARTICLE VIII - FISCAL YEAR

The Initial Fiscal Year shall end on December 31, 1997 and thereafter each fiscal year shall include the period of January 1 through and including December 31 of the calendar year.

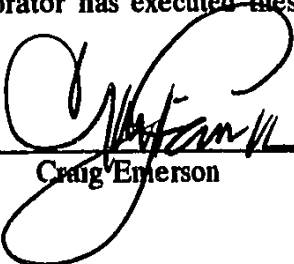
ARTICLE IX - ISSUANCE OF ADDITIONAL SHARES

The Board of Directors shall have the right to increase the number of shares of common stock from time to time by unanimous agreement of the board.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 31st day of January, 1997.



CARL J. MECKE
My Commission CC385778
Expires Jun. 21, 1998
Bonded by HAI
800-422-1555


Craig Emerson

STATE OF FLORIDA
COUNTY OF BROWARD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

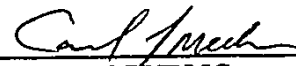
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BEFORE ME, a Notary Public of the State of Florida, authorized to take acknowledgements in the State and County set forth above personally appeared CRAIG EMERSON, and personally known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me under oath that he executed these Articles of Incorporation .

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this the 31st day of January, 1997.

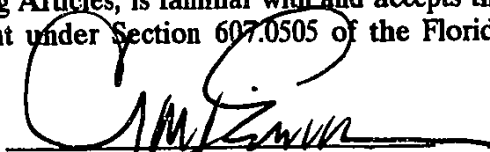


CARL J MECKE
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Expires Jun. 21, 1998
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NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Craig Emerson, a resident of the State of Florida, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505 of the Florida Statutes.


Craig Emerson

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public of the State of Florida, authorized to take acknowledgements in the State and County set forth above personally appeared CRAIG EMERSON, personally known to me to be the person who executed the foregoing Acceptance of Registered Agent, and who acknowledged before me under oath that he executed the aforesaid acceptance.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this the 31st day of January, 1997.



CARL J MECKE
My Commission CC385778
Expires Jun. 21, 1998
Bonded by HAI
800-422-1555


NOTARY PUBLIC