

DENNIS S. LEFKOWITZ
ATTORNEY AT LAW

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P97000013738

January 29, 1997

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

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-02/03/97--01070--010
****122.50 ****122.50

Dear Sir:

Enclosed, please find three duplicate original copies of the Articles of Incorporation of THE TRILOGY GROUP, INC., a to be formed Florida corporation, along with a check in the amount of \$122.50, which covers the various costs and fees for incorporation.

Upon filing, please send a copy of the Articles to me showing the date and time of filing.

Should you have any questions, please do not hesitate to contact me.

Sincerely,


Dennis S. Lefkowitz

DSL:tc
encl. (4)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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503-
W97-2899

Handwritten initials and date: J2/12/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 12 PM 12:31

February 5, 1997

DENNIS S. LEFKOWITZ, ESQUIRE
2295 CORPORATE BLVD. N.W. #120
BOCA RATON, FL 33431

SUBJECT: THE TRILOGY GROUP, INC.
Ref. Number: W97000002899

We have received your document for THE TRILOGY GROUP, 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 entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 897A00006105

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF

FLORIDA TRILOGY, INC.

ARTICLE I

CORPORATE NAME

The name of the corporation is FLORIDA TRILOGY, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of one thousand (1,000) shares of one class of common stock having a par value of one (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

PREEMPTIVE RIGHTS

The shareholders of this Corporation shall be vested with full preemptive rights.

ARTICLE V

INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by such officer or director against the corporation.

ARTICLE VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Initial Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT:
INITIAL REGISTERED OFFICE:

DENNIS S. LEFKOWITZ, ESQ.
2295 Corporate Blvd., N.W.
Suite 120
Boca Raton, Florida 33431

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process upon the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.


Registered Agent

ARTICLE VII

INITIAL CORPORATE PRINCIPAL BUSINESS OFFICE

The address of the principal business office of the corporation is:

8823 Jaspers Drive
Boynton Beach, Florida 33437

ARTICLE VIII

INITIAL DIRECTORS

The names and addresses of the initial members of the Board of Directors are:

DAVID LOPEZ
1360 Sabal Lakes Road
Delray Beach, Florida 33445

VERNON J. ORME
8823 Jaspers Drive
Boynton Beach, Fl. 33437

KEITH WIKLE
7093 Charleston Pt. Drive
Lake Worth, Florida 33467

The number of Directors may be increased or decreased from time to time by the Bylaws adopted by the Shareholders.

ARTICLE IX

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

INCORPORATOR:

VERNON J. ORME
8823 Jaspers Drive

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Boynton Beach, Florida 33437

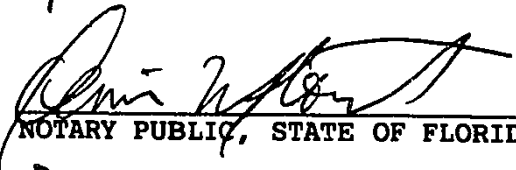

Incorporator

STATE OF FLORIDA :
SS
COUNTY OF PALM BEACH:

I CERTIFY THAT ON this day before me, a Notary Public, duly authorized in the State and County above named to take acknowledgments personally appeared VERNON J. ORME, to me known to be the person described as incorporator, who produced FLA DRIV LIC 0650-870-330-0 as identification, and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and Date aforesaid, this 29 day of January, 1997.

(Signature)


NOTARY PUBLIC, STATE OF FLORIDA

(printed)

DENNIS LEFKOWITZ

MY COMMISSION EXPIRES:

