

P 97000017880

Charles Ballo & Associates Inc.
1391 E. Sample Road
Pompano Beach, Fl. 33064
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January 23, 1997

Corporate Records Bureau
Division of Corporations
Dept of State
PO Box 6327
Tallahassee, Fl. 32301

Re: SUBSTANTIAL CORP.

200002093992--0
-02/21/97--01019--011
*****70.00 *****70.00

Gentlemen:

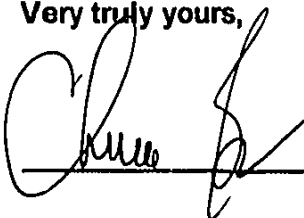
Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 representing the following:

Filing fees	\$35.00
Registered Agent Designation	<u>35.00</u>
	\$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 12:42

I would appreciate your recording this corporation and returning same to our office at your earliest convenience.

Very truly yours,



af 2/24/97

**Articles of Incorporation
of
SUBSTANTIAL CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 12:42

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

ARTICLE 1 NAME

The name of the corporation shall be:
SUBSTANTIAL CORP.

The principal place of business of this corporation shall be:

2420 NE 32 COURT
LIGHTHOUSE POINT, FL. 33064

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names(s) and street address(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Felipe Romano	2420 NE 32 Court Lighthouse Point, Fl. 33064	Pres.
Julio Navarro	3230 W. 8 Avenue Hialeah, Fl. 33012	Vice-Pres.
Annette Romano	2420 NE 32 Ct. Lighthouse Point, Fl. 33064	Secty.

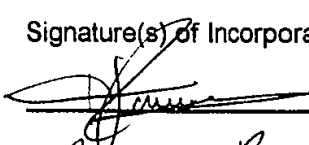
ARTICLE VI INCORPORATORS

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

Felipe Romano	2420 NE 32 Court, Lighthouse Point, Fl. 33064
Julio Navarro	3230 W 8 Ave., Hialeah, Fl. 33012
Annette Romano	2420 NE 32 Court, Lighthouse Point, Fl. 33064

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this day of January 1997.

Signature(s) of Incorporator(s)


Annette Romano

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day of January 1997, personally came and appeared before me, the undersigned authority, Felipe Romano, Annette Romano and Julio Navarro, who is/are personally know to me or who produced Florida Drivers' License No. (N/A) to be the person(s) described in and who acknowledges to me the he/they executed the foregoing Certificate of Incorporation as his free and voluntary act and deed for the uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.


Notary Public

My commission expires February 24, 1998
Commission Number: CC3434370

OFFICIAL NOTARY SEAL
CHARLES DALIO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC343437
MY COMMISSION EXP. FEB. 24, 1998

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

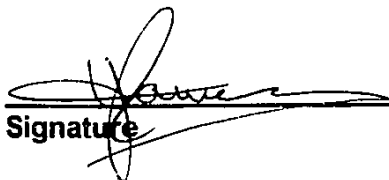
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: SUBSTANTIAL CORP.
2. The name and address of the registered agent and office is:

Felipe Romano
2420 NE 32 Court
Lighthouse Point, Fl. 33064

FILED
CLERK OF STATE
97 FEB 21 PM 12:42

**HAVING BE NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION
607.325 FLORIDA STATUTES.**


Signature