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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

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NAME: DEAN'S DIVERSIFIED ENTERPRISES, INC.

AUDIT NUMBER.....H97000004428

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1997

EMPIRE

SUBJECT: DEAN'S DIVERSIFIED ENTERPRISES, INC.
REF: W97000006123

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

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Dana

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

DEAN'S DIVERSIFIED ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is: DEAN'S DIVERSIFIED ENTERPRISES, INC.

ARTICLE II - NATURE OF BUSINESS

This Corporation is organized for the purpose of transacting and any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

A. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and countries.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

C. To purchase the corporate assets of any other corporation and engage in the same or other character or business.

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D. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or any other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

E. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Hundred (100) shares of Five Dollars (\$5.00) per value, the consideration to be paid for each share shall be Five Dollars (\$5.00).

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than FIVE HUNDRED (\$500.00) Dollars.

ARTICLE V

This Corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the registered agent of this corporation is: 802 Euclid Avenue, #302, Miami Beach, Florida 33139 and the name of the initial

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registered agent of this corporation is Dean A. Churack. The address of the corporation is 802 Euclid Avenue, #302, Miami Beach, Florida 33139.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may increase or diminish from time to time, by laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

The names and post office addresses of the member(s) of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Dean A. Churack President	802 Euclid Avenue, #302 Miami Beach, Florida 33139
Dean A. Churack Secretary	802 Euclid Avenue, #302 Miami Beach, Florida 33139

ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Dean A. Churack President	802 Euclid Avenue, #302 Miami Beach, Florida 33139
Dean A. Churack Secretary	802 Euclid Avenue, #302 Miami Beach, Florida 33139

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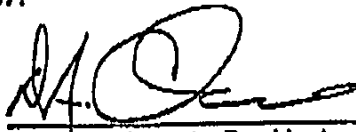
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ARTICLE X - AMENDMENT

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

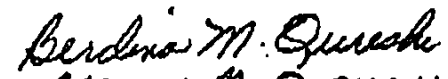
IN WITNESS WHEREOF, the subscribing stockholders and Incorporates have hereto set their hands and seals, and caused these Articles of Incorporation to be executed this 7th of March, 1997.

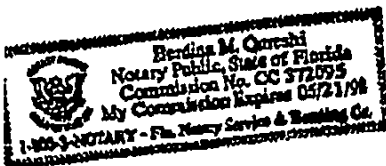

Dean A. Churack - President

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared, DEAN A. CHURACK, known to me to be the persons who executed the foregoing Articles of Incorporation of DEAN'S DIVERSIFIED ENTERPRISES, Inc. and severally acknowledged before me that they executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the city of Miami, Dade County, Florida this 7th day of March, 1997.


BERDINA M. QURESHI
NOTARY PUBLIC, State of Florida
My commission expires: 5/21/98



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, HAVING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 40.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT DEAN'S DIVERSIFIED ENTERPRISES, ^{Inc.} DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT DADE COUNTY, IN THE STATE OF FLORIDA, HAS NAMED DEAN A. CHURACK, LOCATED AT 802 EUCLID AVENUE, #302, MIAMI BEACH, FLORIDA 33139, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE: 
 TITLE: DEAN A. CHURACK
 PRESIDENT

HAVING BEEN 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.

SIGNATURE: 
 DEAN A. CHURACK
 REGISTERED AGENT
 DATE: March 7, 1997

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