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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LJ CONSULTING, INC.

AUDIT NUMBER.....H97000006028

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

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
LJ CONSULTING, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is: LJ CONSULTING, INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 1,000 shares of common (\$1.00) Dollar par value common stock.

ARTICLE III

A. This Corporation is to exist perpetually and the corporate existence of this Corporation shall commence on _____.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

<u>Registered Agent</u>	<u>Address of Registered Office</u>
Karl J. Schumer Florida Bar No. 0001643	Keith Mack LLP First Union Financial Center Twentieth Floor 200 South Biscayne Boulevard Miami, Florida 33131-2310

Prepared By:
Karl J. Schumer, Esquire
Keith Mack LLP
First Union Financial Center
Twentieth Floor
200 South Biscayne Boulevard
Miami, Florida 33131-2310
Telephone: (305) 358-7605/(954) 921-5633
Facsimile: (305) 358-4755
Florida Bar No. 0001643

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ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

<u>Name</u>	<u>Address</u>
Jason H. Zeldman	5323 Park Place Circle, Boca Raton, Florida 33486
Lawrence J. Fishman	5324 Northwest 20th Avenue, Boca Raton, Florida 33496

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have two (2) directors initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than two (2) directors.

The initial directors of the Corporation are: Jason H. Zeldman and Lawrence J. Fishman

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

5323 Park Place Circle, Boca Raton, Florida 33486

ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this 11th day of April, 1997 at Miami Dade County, Florida.



Jason H. Zeldman


Lawrence J. Fishman

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES.


Karl J. Schunfer, Esquire
April 11, 1997

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