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April 18, 1997

Secretary of State
Division of Corporation
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

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-04/22/97--01019--003
*****70.00 *****70.00

RE: ALAN ALAN, INC.

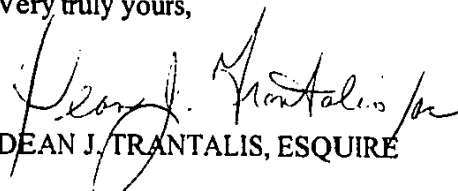
Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation with regard to the above-referenced corporation. Also enclosed please find a check in the amount of \$70.00 dollars, made payable to you for filing.

Please return a stamped copy of the Articles when completed.

Thank you for your cooperation in this matter.

Very truly yours,


DEAN J. TRANTALIS, ESQUIRE

DJT/ac
Enclosures

FILED
97 APR 22 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 4/22/97

ARTICLES OF INCORPORATION
OF
ALAN ALAN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being of legal age and natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be ALAN ALAN, INC.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefrom shall have been paid. There shall be 500 shares of stock as the initial authorized number of shares at no par value.

ARTICLE IV

The amount of capital stock which this Corporation shall commence business shall not be less than Five Hundred and No/100 (\$500.00) Dollars.

ARTICLE V

The initial post office address of this Corporation shall be:

645 B Michigan Avenue
Miami Beach, FL 33139

The Registered Office and the Registered Agent for services in the State of Florida shall be Dean J. Trantalis, Esq., 9724 West Sample Road, Coral Springs, Florida 33065.

The principal office of this Corporation shall be in Dade County, Florida. The Board of Directors may vote from time to time to move the post office address and principal office to any other address in the State of Florida.

ARTICLE VI

This Corporation shall have no less than one (1) nor more than three (3) directors. The number of directors may be altered from time to time by Bylaws adopted by the stock-holders. The name and post office address of the Officers and Directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Gary Hicks	645 B Michigan Avenue Miami Beach, FL 33139	President/Director
Bryan Kirkland	645 B Michigan Avenue Miami Beach, FL 33139	Secretary/Treasurer/Director

The members of the first Board of Directors shall hold office until the first annual meeting of the stockholders of this Corporation.

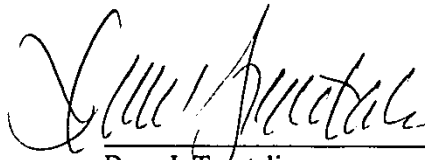
ARTICLE VII

After incorporation, the Corporation may adopt a plan agreeable to and consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the Corporation.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner in the Florida Statutes, or any successor provisions in said Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon. However, in lieu of the above-described procedure, an amendment may be made by a written instrument signed by all of the directors and stockholders of the Corporation.

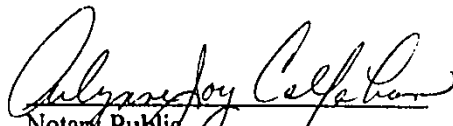
THE UNDERSIGNED being the original subscriber to these Articles of Incorporation for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and Seal this the 18 day of April, 1997.

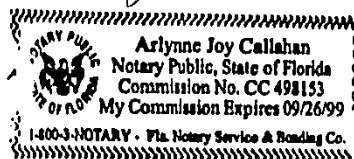

(SEAL)
Dean J. Trantalis

STATE OF FLORIDA }
 } ss:
COUNTY OF }

BEFORE ME, the undersigned authority, personally appeared Gary Hicks to me known to be the person described as the subscriber in the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to and executed said Articles this the 18th day of April, 1997.

(SEAL)


Notary Public
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

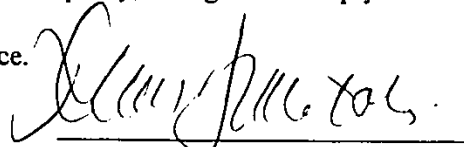
In pursuance of Chapter 48.091, Florida Statute, the following is submitted in compliance with said Act:

First, that ALAN ALAN, INC. desiring to organize under the laws of the State of Florida with its principal office, as designated in the Articles of Incorporation at the City of Miami Beach, County Dade, and State of Florida, has named Dean J. Trantalis, Esq. located at 9724 West Sample Road, Coral Springs, Florida 33065, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



Dean J. Trantalis, Esq.

FILED
97 APR 22 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA