

PAID 3/20/96

LEHARIS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87th AVENUE, SUITE 160

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

000002150860--1
-04/22/97--0111154--010
****122.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MEDLEY BROKERS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
 97 APR 22 PM 3:39
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten signature]

RECEIVED
 97 APR 22 PM 11:22
 DIVISION OF CORPORATION

Examiner's Initials	
---------------------	--

ARTICLES OF INCORPORATION

OF

MEDLEY BROKERS, INC.

FILED
97 APR 22 PM 3:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned Incorporator(s), for the purpose of forming a coporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

MEDLEY BROKERS, INC.

ARTICLE II PRINCIPAL OFFICE

This principal place of business and mailing address of this corporation shall be:

11500 N.W. SOUTH RIVER DR. SUITE E
MEDLEY, FL. 33178

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

500 SAHRES AT \$ 1.00 EACH

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ROLANDO A CABRERA
5200 S.W. 133 AVENUE
MIAMI, FL. 33135

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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: MEDLEY BROKERS, INC

2. The name and address of the registered agent and office is:

ROLANDO A CABRERA

(NAME)

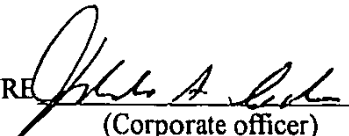
5200 S.W. 133 AVENUE

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL. 33135

(CITY/STATE/ZIP)

SIGNATURE


(Corporate officer)

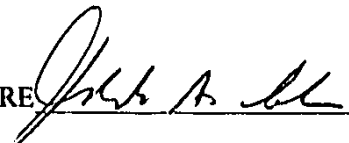
TITLE

PRESIDENT

DATE 04/21/97

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE



DATE

04/21/97


ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles
of Incorporation is (are):

ROLANDO A CABRERA. -PRESIDENT/SEC/DTOR. -5200 S.W. 133 AVENUE, MIAMI, FL. 33135 100% SHARES

The undersigned has (have) executed these Articles of Incorporation this:

21 day of APRIL, 19 97



Signature/Title

PRESIDENT

Signature/Title

Signature/Title

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 APR 22 PM 3:39

FILED