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LAW OFFICES
M. DANIEL HUGHES

PROFESSIONAL ASSOCIATION
3000 NORTH FEDERAL HIGHWAY
BUILDING TWO, SUITE 200
FORT LAUDERDALE, FLORIDA 33306
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OF COUNSEL
KEVIN M. LYONS
CARL G. SANTANGELO

MEMBER OF
FLORIDA AND GEORGIA BAR

April 15, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-04/18/97--01042--016
****122.50 ****122.50

Re: MODERNFOLD OF FLORIDA, INC.

1097 9.333

Dear Sir:

Enclosed please find Articles of Incorporation of MODERNFOLD OF FLORIDA, INC. together with check in the amount of \$122.50, representing:

Filing Fee	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified copy of Articles	<u>\$ 52.50</u>

TOTAL: **\$122.50**

Please return a certified copy of the Articles of Incorporation at your earliest convenience.

Very truly yours,



M. DANIEL HUGHES

MDH:fsj
Enclosures

C:\WP51\MODERNFLD\SECSTATE.LTR

RDP
5/7/97

FILED
97 MAY -6 AM 10:24
SEC. OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 22, 1997

M DANIELS HUGHES
3000 N FEDERAL HWY, BLDG 2 #200
FT LAUDERDALE, FL 33306

SUBJECT: MODERNFOLD OF FLORIDA, INC.
Ref. Number: W97000009333

We have received your document for MODERNFOLD OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The designation of the registered agent must be at a Florida street address.

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) 487-6995.

Doug Dickinson
Document Specialist

Letter Number: 997A00020657

ARTICLES OF INCORPORATION
OF
MODERNFOLD OF SOUTH FLORIDA, INC.

FILED
97 MAY -6 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Corporation Act of the State of Florida, does hereby certify and adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation is: ***MODERNFOLD OF SOUTH FLORIDA, INC.***

ARTICLE II: TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when this document is received by the Secretary of State.

ARTICLE III: PURPOSE

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV: ADDRESS

The street address of the principal office of the corporation is: 4149 S.W. 49th Avenue, Davie, FL 33314.

ARTICLE V: DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is: one (1). The names and addresses of the Directors who will serve on the

initial Board of Directors are:

RALPH OLESKY

4149 S.W. 49th Avenue
Davie, FL 33314

President

RALPH OLESKY

4149 S.W. 49th Avenue
Davie, FL 33314

Secretary

ARTICLE VI: INCORPORATOR

The name and address of the initial incorporator is: M. DANIEL HUGHES,
3000 North Federal Highway, Building Two South, Fort Lauderdale, FL 33306.

ARTICLED VII: BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the
Shareholders.

ARTICLE VIII: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions
contained in these Articles of Incorporation, or any amendment hereto, and any right
conferred upon the Shareholders is subject to this reservation.

ARTICLE IX: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue
is: one thousand (1,000) at One Dollar (\$1.00) par value, per share.

ARTICLE X: INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer
or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to these

Articles of Incorporation, this 5th day of May, 1997.

M. Daniel Hughes

M. DANIEL HUGHES, Subscriber

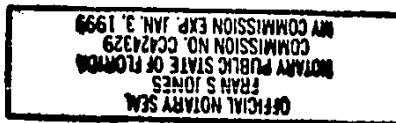
STATE OF FLORIDA)
)SS.:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 5th day of May, 1997, M. DANIEL HUGHES, to be known to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of May, 1997.

Frank S. Jones
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.A.:
MODERNFOLD OF SOUTH FLORIDA, INC. organized under the laws of the State of Florida, with its principal office at: 4149 S.W. 49th Avenue, Davie, FL 33314 has named **DANIEL HUGHES** as its Agent to accept service of process within the Date.

NEWLY ELECTED OFFICERS:

ADDRESS:

RALPH OLESKY - President

4149 S.W. 49th Avenue
Davie, FL 33314

RALPH OLESKY - Secretary

4149 S.W. 49th Avenue
Davie, FL 33314

I agree, as Registered Agent, to accept service of process, to keep office open during prescribed hours, to post my name in some conspicuous place in office as required by law.


M. DANIEL HUGHES