

PA 700043584

LDR Enterprises, Inc.
3019 Harbor Drive
Suite 7
Ft. Lauderdale, FL 33316

FILED
97 MAY 14 AM 12:17

RECEIVED
TALLAHASSEE, FLORIDA

May 12, 1997

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

RE: LDR Enterprises, Inc.

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-05/14/97--01073--006
****122.50 ****122.50

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00

Total	<u>\$122.50</u>
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Please file the original of the enclosed Articles of Incorporation and return an certified copy to the undersigned. A self-addressed, stamped envelope has been provided.

Your prompt attention to this matter would be appreciated.

Very truly yours,



GREGORY A. ROTH
GAR/lr

PA
5/16/97

ARTICLES OF INCORPORATION
OF
LDR ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION

The name of the corporation is LDR Enterprises, Inc.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$.01 par value common stock which shall be designated as "Common Shares".

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as can be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered and PRINCIPAL office of this corporation is 3019 Harbor Drive, Suite #7, Fort Lauderdale, Florida 33316. The registered agent of this corporation at that address is Gregory Roth.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws. However, there shall never be less than one director nor more than four. The names and address of the initial Board of Directors of the corporation is as follows:

Gregory Roth

All of the above Directors list their address as 3019 Harbor Drive, Suite #7, Fort Lauderdale, Florida, 33316.

ARTICLE IX
INCORPORATORS

The names and address of the Incorporators signing these articles is:

Gregory Roth

All of the above Incorporators list their address as 3019 Harbor Drive, Suite #7, Fort Lauderdale, Florida, 33316.

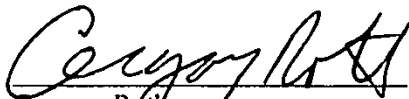
ARTICLE X
INDEMNIFICATION

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

ARTICLE XI
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 12th day of May 1997.



Gregory Roth

STATE OF FLORIDA }
 }
COUNTY OF BROWARD }

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TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared the above signed person, known to me to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 12th day of May, 1997.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



PATTI L. SEGNEFF
My Commission CC446630
Expires Jul. 08, 1999
Bonded by ANB
800-852-6878

PATTI L. SEGNEFF
My Commission CC446630
Expires Jul. 08, 1999
Bonded by ANB
800-852-6878



I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.


Gregory Roth, Registered Agent