

P97000043999

L & S CONSULTANTS II INC.
1653 ADAMS STREET
HOLLYWOOD, FLORIDA 30019

MAY 1, 1997

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
409 E. GAINES STREET
TALLAHASSEE, FLORIDA 32399

600002180136--4
-05/15/97--01090--007
*****70.00 *****70.00

RE: L & S CONSULTANTS II INC.


GENTLEMEN;

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH A COPY OF SAID ARTICLES FOR L & S CONSULTANTS II INC. AND OUR
CHECK IN THE AMOUNT OF \$70.00 AS FOLLOWS:

FILING FEE	\$35.00
REGISTERED AGENT	35.00

TOTAL	\$70.00

RESPECTFULLY SUBMITTED,


LAVERNE J. ZOECO

6/19/97

Certificate of Incorporation

-of-

L & S CONSULTANTS II INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statues of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

L & S CONSULTANTS II INC.

ARTICLE II

The corporation may engage in TRANSCRIBING SERVICES, as well as, any other legal business activity permitted under the laws of the United States and of the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) dollars.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be :

1653 ADAMS STREET
HOLLYWOOD, FLORIDA 30019

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the members of the first Board of Director of this Corporation are as follows:

LAVERNE J. ZOCCO	1653 ADAMS STREET
	HOLLYWOOD, FLORIDA 30019

ARTICLE IX

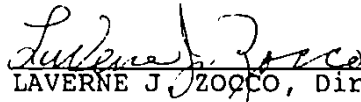
The name and street address of the persons signing these Articles of Incorporation as incorporator is as follows :

LAVERNE J. ZOCCO	1653 ADAMS STREET
	HOLLYWOOD, FLORIDA 30019

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

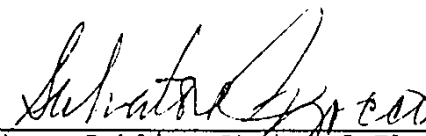
In WITNESS WHEREOF, the undersigned, LAVERNE J. ZOCCO, being a natural person competent to contract, have hereunto set her hands and seals this 18th day of MAY 1997.


LAVERNE J. ZOCCO, Director

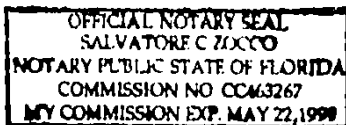
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared LAVERNE J. ZOCCO known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she execute the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 18th day of MAY 1997.


Notary Public, State of Florida
My commission expires:

(Notary Seal)



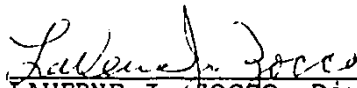
CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First: L & S CONSULTANTS II INC. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of HOLLYWOOD, County of BROWARD, state of Florida has named LAVERNE J. ZOCCO located at 10900 S.W. 104TH STREET, HOLLYWOOD, FLORIDA 30019, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the 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.



LAVERNE J. ZOCCO, Director