

P97000052737

RAYMOND RIPLEY, JR.
-- ACCOUNTANTS, INC. --

235 Northeast 6th Avenue
Post Office Box 807
Delray Beach, Florida 33447
Telephone: (407) 272-7424 (407) 734-4454

Enrolled to Practice Before the
Internal Revenue Service

May 29, 1997

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
ENGLEWOOD HOLDINGS, INC.

000002211780--8
-06/13/97--01083--013
*****70.00 *****70.00

Gentlemen:

Enclosed are the notarized Articles of Incorporation for ENGLEWOOD HOLDINGS, INC. the Articles of Incorporation, and a check for \$70.00 to cover the various filing fees. Please accept these Articles of Incorporation for filing and assign the corporation a charter number.

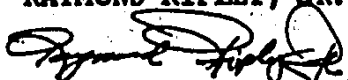
You may send the dated copy of the articles to:

Raymond Ripley, Jr.
235 Northeast 6th Avenue
Delray Beach, Florida 33483

Thank you for your help.

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.



Raymond Ripley, Jr.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 13 AM 8:40

FILED

Bm 6/16/97

ARTICLES OF INCORPORATION

ENGLEWOOD HOLDINGS, INC.

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation is ENGLEWOOD HOLDINGS, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in, acquire, own, control, and transact any and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 1230 S. Federal Highway, Boynton Beach, Florida, 33435 and the name of the initial registered agent of the corporation shall be Dr. Joseph M. Provenzano, 1230 S. Federal Highway, Boynton Beach, Florida, 33435

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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97 JUN 13 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. DIRECTORS/INCORPORATORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation. The name and street address of the initial members of the Board of Directors and Incorporators is:

<u>Name</u>	<u>Address</u>
Dr. Joseph M. Provenzano	1230 S. Federal Highway Boynton Beach, Fl. 33435
Dr. William A. Shapse	1230 S. Federal Highway Boynton Beach, Fl. 33435

IN WITNESS WHEREOF, the undersigned has hereunto set there hands and seal on this 29th day of May, 1997. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.



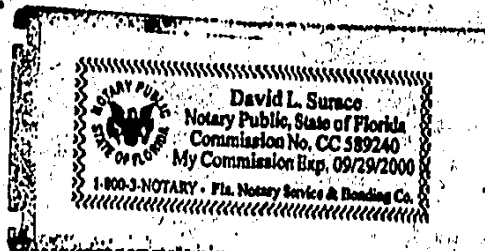
Subscriber

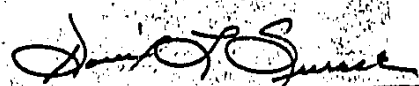


Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29th day of May, 1997.





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 Statutes, the following is
submitted in compliance with said Act:

ENGLEWOOD HOLDINGS, INC. desiring to organize under the laws
of the State of Florida with its principal office, as indicated in the
Articles of Incorporation, in the County of Palm Beach, State of
Florida, has named Dr. Joseph M. Provenzano, located at 1230 S. Federal
Highway, Boynton Beach, Florida, 33435, as it's agent to accept service
of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service 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.



Dr. Joseph M. Provenzano

FILED
97 JUN 13 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA