

P9700056599

June 19, 1997

Florida Dept. of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

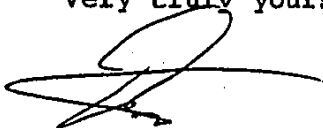
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-06/23/97-01127--015
***122.50 ***122.50

Re: SEVEN ENTERPRISES

Enclosed please find Articles of Incorporation for
Seven Enterprises. Also, please find check in the sum
of \$122.50 to cover the filing fee.

Kindly return documents and certification of document
number to me.

Very truly yours,



DARYL J. SWARTZ
3121 SO. Ocean Dr. suite 204
Hallandale, FL 33009
Tel. 954 454 0353

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 8:53

Daryl Swartz GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Officer
DATE 6/25/97
DOC. EXAM. gf

gf 6/27/97

**ARTICLES OF INCORPORATION
OF**

SEVEN ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 8:53

I, the undersigned incorporator of this corporation, under Florida Statutes 607, as amended, adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is: SEVEN ENTERPRISES, INC.

The principal place of business of this corporation shall be at 3121 So. Ocean Dr., #204, Hallandale, Florida 33009

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have at any one time is One Hundred (100) shares of common stock of Five (\$5.00) Dollars per value.

**ARTICLE IV
CAPITALIZATION**

The minimum amount of capital with which the corporation will commence is Five Hundred Dollars (\$500.00).

ARTICLE V
VOTING

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI
DURATION

This corporation shall have a perpetual existence unless it be dissolved by action of law.

ARTICLE VII
DIRECTORS

This corporation shall have two directors initially. The number of Directors may be changed from time to time as the stockholders desire, in accordance with the By-Laws hereof.

ARTICLE VIII
INITIAL DIRECTORS

The names and addresses of the members of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

NAME

ADDRESS

Patricia Swartz

3901 So. Ocean Drive
Suite 40.
Hollywood, Florida 33019

Daryl J. Swartz

3121 So. Ocean Drive
Suite 204
Hallandale, Florida 33009

**ARTICLE IX
OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successor(s) is/are elected or appointed are:

NAME

ADDRESS

PRESIDENT:

Daryl J. Swartz

3121 So. Ocean Drive
Suite 204
Hallandale, Florida 33009

VICE-PRESIDENT/SECRETARY:

Patricia Swartz

3901 So. Ocean Drive
Suite 40
Hollywood, Florida 33019

**ARTICLE X
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XI
TRANSFER OF SHARES**

No shareholder may transfer or otherwise dispose of his interest in the corporation without first permitting the remaining

shareholders a right of first refusal commensurate with their respective proportional shareholder interest in the corporation. Should any shareholder desire not to exercise the right of first refusal, any remaining shareholder shall be entitled to a right of second refusal as to the first shareholder's exercisable interest of right of first refusal. Value of the stock shall be determined by a disinterested appraiser.

ARTICLE XII
INITIAL REGISTERED AGENT/OFFICE

The name and address of the initial registered agent of this corporation is Daryl J. Swartz of 3121 So. Ocean Drive, Suite #204, Hallandale, Florida 33009

ARTICLE XIII
INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Daryl J. Swartz	3121 South Ocean Drive Suite 204 Hallandale, Florida 33009

ARTICLE XIV
INDEMNIFICATION

The subscriber, along with the officers and directors of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he

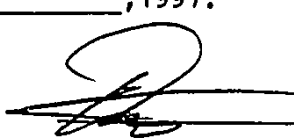
or she may become involved, as a party or otherwise, by reason of his or her being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters as to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty.

Expenses (including attorney's fees) incurred in defending any claim, action, suit or proceeding may be paid by the corporation in advance of the final disposition of such proceeding.

Dated this June 19 day of _____, 1997.

STATE OF FLORIDA)
COUNTY OF BROWARD)


SS:


DARYL J. SWARTZ

BEFORE ME, the undersigned Notary Public, personally appeared Daryl J. Swartz, who is personally known to me or has produced _____ as identification, who executed the foregoing Articles of Incorporation, and who acknowledged before me, that he made and subscribed the same for the purposes therein mentioned and set forth.

5




German C. Dovaile
MY COMMISSION # CC562284 EXPIRES
June 17, 2000
BONDED THRU TROY EAH INSURANCE, INC.

6/19/97

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal, at Hallandale, Broward County, Florida this
19 day of June, 1997.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

Gerson C. Douville
Print Name of Notary Public




Gerson C. Douville
MY COMMISSION # 00582234 EXPIRES
June 17, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

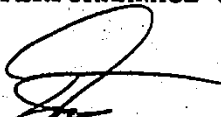
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM, PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT SEVEN ENTERPRISES, DESIRING TO ORGANIZE OR
, INC.
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS LOCATED AT 3121 SOUTH OCEAN DRIVE,
SUITE 204 HALLANDALE, FLORIDA 33009 AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.


DARYL J. SWARTZ

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANACE OF MY DUTIES.


DARYL J. SWARTZ
REGISTERED AGENT
DATED 6-13-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 8:53