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FLORIDA PARALEGALS

Professional Para-Legal Services

JULY 25, 1997

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

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-08/08/97--01133--015
*****70.00 *****70.00

Re: A ABILITY GROUP, INC.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, as referred above, together with a check for \$70.00.

This represents the cost of the Filing Fees, Articles of Incorporation and fee for registered Agent Designation.

Please stamp the extra copy and return at your earliest convenience.

Sincerely,


CRISTINA CASAS

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 Aug 81 PM 1:28

5615 Sheridan Street * Hollywood, FL. 33021 * Office:(954) 989-1755 * Fax: (954) 989-3288

8-11-97
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 Aug 8 PM 1:29

ARTICLES OF INCORPORATION

of

A ABILITY GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation : A ABILITY GROUP, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED (500) shares of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

**FRANK MANCINI
2128 HOLLYWOOD BLVD
HOLLYWOOD, FL 33022**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

**WILLIAM B ROTH
P.O. BOX 143122-1431
HOLLYWOOD, FL 33022**

ARTICLE VII - OFFICERS

The following individuals shall hold office for the Corporation as designated below:

WILLIAM B. ROTH _____ PRESIDENT

MELANEY WESCHLER _____ SECRETARY TREASURER

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

**WILLIAM B. ROTH
P.O. BOX 143122-1431
HOLLYWOOD, FL 33022**

ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is as follows:

**1501 E. HALLANDALE BLVD., SUITE #246
HALLANDALE, FL 33009**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of July, 19 97.

William B. Roth
WILLIAM B. ROTH

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared:

WILLIAM B. ROTH

known to me and has provided the following identification

FLORIDA DRIVER'S LICENSE-NO: B-300-922-33-182-0.
(type of identification)

and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 26 day of July, 19 97.

My Commission expires:

Maria C. Casas
(Notary Public)



MARIA C. CASAS
(Printed Name of Notary)

CERTIFICATE OF REGISTERED AGENT

of

A ABILITY GROUP, INC.


Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

**2128 HOLLYWOOD BLVD.
HOLLYWOOD, FL 33022**

has named FRANK MANCINI located at the aforesaid address, as Registered Agent to accept service of process within this state.

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 Florida Law in keeping open said office.



FRANK MANCINI
(registered agent)

The name and address of the Initial Registered Agent of this Corporation is:

**FRANK MANCINI
2128 HOLLYWOOD BLVD.,
HOLLYWOOD, FL 33022**

Date: 8/1/57