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August 15, 1997

FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

RE: NEW CORPORATION -
ADVANTAGE FLORIDA CORP.

Dear Ladies and Gentlemen:

Enclosed herewith please find the original and one (1) copy of Articles of Incorporation for ADVANTAGE FLORIDA CORP. with our check in the amount of \$122.50 representing your fee for filing the Articles of Incorporation.

Kindly file the Articles and return a copy of same to the undersigned in the enclosed, pre-paid Federal Express envelope.

Should you have any questions with regard to this matter, please do not hesitate to contact me directly by telephone.

Thanking you for your help and prompt attention to this matter, I remain,

Very truly yours,

Cindy G. Kindig
Cindy G. Kindig
Secretary to
Joseph P. Mullen

/cjk
Enc.
corp/secstate.

AUG 20

B5B

W97-19296

FILED
97 AUG 26 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1997

MULLEN & BIZZARRO, P.A.
2929 EAST COMMERCIAL BLVD.
SUITE PH-C
FT. LAUDERDALE, FL 33308

SUBJECT: ADVANTAGE FLORIDA CORP.
Ref. Number: W97000019296

We have received your document for ADVANTAGE FLORIDA CORP. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 897A00042161

ARTICLES OF INCORPORATION
OF
ADVANTAGE FLORIDA SERVICES CORP.

FILED
97 AUG 26 AM 11:06
STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ADVANTAGE FLORIDA SERVICES CORP., with its principal office and address being located at 1750 N.E. 40th Street, Fort Lauderdale, FL 33334.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business specifically, including without limitation the rendition of real estate brokerage services.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale by the corporation of any new stock of this corporation, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 1750 N.E. 40th Street, Fort Lauderdale, Florida 33334 and the name of the initial registered agent of this corporation at that address is Andrew G. Kolowich.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director. The number of Directors may be either increased and, thereafter, be further

increased or decreased from time to time in accordance with the By-laws of the Corporation although there shall never be less than one (1) required Director. The name and address of the initial Director is: Andrew G. Kolowich, 1750 N.E. 40th Street, Fort Lauderdale, Florida 33334.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: Andrew G. Kolowich, 1750 N.E. 40th Street, Fort Lauderdale, Florida 33334.

ARTICLE IX - INDEMNIFICATION


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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto. Any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: August 22, 1997.

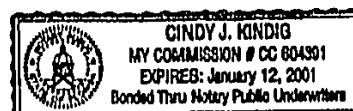
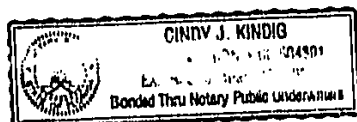

ANDREW G. KOLOWICH
INCORPORATOR

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 22nd day of August, 1997, by ANDREW G. KOLOWICH, who is personally known to me or who has produced FLA O/L as identification and who did not take an oath.


Notary Public
Print Name: CINDY J. KINDIG

My Commission Expires:



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(1), Florida Statutes (1997), the following is submitted:

That, ADVANTAGE FLORIDA SERVICES CORP., desiring to organize or qualify under the laws of the State of Florida, has named Joseph P. Mullen as its agent to accept service of process within the State of Florida.

Dated: August 22, 1997.



ANDREW G. KOLOWICH
INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

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 the Florida Statutes relative to the proper performance of my duties.

Dated: August 22, 1997.


ANDREW G. KOLOWICH
Registered Agent

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97 AUG 26 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA