

PA7000076283
ANDREW M. CHANSEN

ATTORNEY-AT-LAW
125 CRAWFORD BLVD.
BOCA RATON, FL 33433

FILED

SEP -2 PM 4:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone: 561.368.9800

Broward: 954.426.0440

Facsimile : 561.368.5840

August 28, 1997

400002281984--7

-09/02/97--01034--006

****122.50 ****122.50

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

Re: Articles of Incorporation - Luthin Promotions and Marketing, Inc.,

Dear Sirs:

Enclosed are the original and one (1) copy of the Articles of Incorporation and Designation of Registered Agent concerning the above-referenced matter.

Also enclosed is a check for \$122.50 to cover the filing fee.

Please return a certified copy of the Articles of Incorporation and Designation of Registered Agent to this office.

Thank you for your courtesies in this matter.

Cordially,


ANDREW M. CHANSEN

AMC:jm

enc.

cc: George Luthin

P. Hall

SEP -3 1997

ARTICLES OF INCORPORATION
OF
Luthin Promotions and Marketing, Inc.

FILED
97 SEP -2 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

Luthin Promotions and Marketing, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale 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 pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is: c/o George Luthin, 1900 Las Casas Road, Boca Raton, Florida 33486, and the name of the initial Registered Agent of this corporation is: George Luthin, 1900 Las Casas Road, Boca Raton, Florida 33486.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The name and address of the initial Board of Directors of this corporation is:

George Luthin
1900 Las Casas Road
Boca Raton, Florida 33486

ARTICLE VIII - INCORPORATION

The name and address of the person signing these Articles is:

George Luthin
1900 Las Casas Road
Boca Raton, Florida 33486

ARTICLE IX - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall commence on the date of Subscription and Acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of August, 1997.




GEORGE LUTHIN

STATE OF FLORIDA

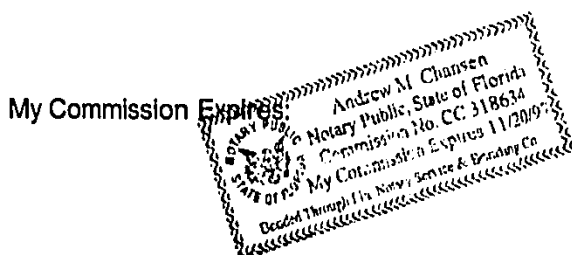
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27th day of August, 1997, by GEORGE LUTHIN, who is personally known to me and who did take an oath.



NOTARY PUBLIC

Notary's Printed Name
Serial # _____



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

FILED
97 SEP -2 PM 4:01
TALLAHASSEE, FLORIDA

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

First -- That Luthin Promotions and Marketing, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Boca Raton, County of Palm Beach, State of Florida, has named George Luthin, 1900 Las Casas Road, Boca Raton, Florida 33486, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATING AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:


GEORGE LUTHIN