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TRANSMITTAL LETTER

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

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-09/02/97--01031--016
*****78.75 *****78.75

SUBJECT: L. GLENDALE & ASSOCIATES INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for .

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM LEONARD GLENDALE
Name (Printed or typed)

19452 NW 51 PLACE
Address

MIAMI, FL 33055
City, State & Zip

(305) 623-2020
Daytime Telephone number

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED
97 SEP -2 PM 1:43

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NOTE: Please provide the original and one copy of the articles.

FILED
97 SEP - 2 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Incorporation
of
L. Glendale & Associates Inc.

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

ARTICLE I: - NAME

The name of this corporation is:

L. Glendale & Associates Inc.

ARTICLE II: - ADDRESS

The initial principal place of business and mailing address of this corporation shall be:

18520 N.W. 67th Avenue, Suite 204, Miami, Florida 33015

The Board of Directors may from time to time move the principal office to any other address in 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 Common Stock \$1.00 par value.

The capital stock may be paid for in money, property, labor or services at a just valuation or be fixed by the incorporators or by the directors at a meeting called for such purposes.

ARTICLE IV: - REGISTERED AGENT AND OFFICE

The Street address of the corporation's initial registered office is, **19452 N.W. 51 Place Miami, Florida 33055**, and the corporation's initial registered agent is: **Leonard Glendale**.

ARTICLE V - SUBSCRIBERS

Name	Address
Leonard Glendale 600 Shares common stock (\$1 Par value)	19452 NW 51 Place, Miami, Fl. 33055
Idale Glendale 400 Shares common stock (\$1 Par value)	19452 NW 51 Place, Miami, Fl. 33055

ARTICLE VI - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

(a) To engage in bookkeeping, accounting, tax preparation, financial planning, tax planning, retirement planning, debt elimination of individuals and businesses, and to engage in any and all other functions, services and/or activities related necessary, incidental, proper and/or ancillary thereto and to do all other things which may be desirable to achieve the purposes, aforesaid, and to operate a successful business. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida.

(b) To manufacture, purchase or otherwise acquire, sell, import, export, distribute, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

(c) To conduct business in, have one or more officers in, and buy and hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states, districts, territories, countries and colonies

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers, or corporate property or other instruments to secure payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To acquire by purchase, subscribers or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in or with any of the shares of the capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choices in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency and as owner thereof to possess and exercise all the right to execute consents and vote thereon, the preservation, protection, improvements, and enhancement in value thereof.

(g) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the Laws of Florida upon, corporations formed under its Laws, and to do any or all things hereinbefore set forth to the same extent as natural persons might or could do

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR(S)

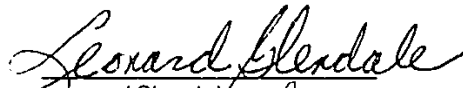
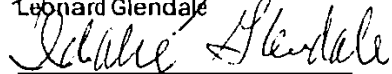
The names and street addresses of the incorporators to these Articles of Incorporation are:

Leonard Glendale - President & Director 19452 NW 51 Place, Miami, Florida 33055

Idalie Glendale - Secretary & Treasurer 19452 NW 51 Place, Miami, Florida 33055

The undersigned incorporators have executed these Articles of Incorporation this 28 day of

AUGUST, 1997


Leonard Glendale

Idalie Glendale

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is L. GLENDALE & ASSOCIATES INC.

2. The name and address of the registered agent and office is:

LEONARD GLENDALE
(NAME)
19452 NW 51 PLACE
(P. O. Box or Mail Drop Box NOT ACCEPTABLE)
MIAMI, FL. 33055
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Leonard Glendale
(SIGNATURE)

8/28/97
(DATE)