

Daniel J. Weinberg, P.A.

Daniel J. Weinberg
Certified Public Accountant

MEMBER:

American Institute of CPA's
New York State Society of CPA's
Florida Institute of CPA's

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September 30, 1997

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*****70.00 *****70.00

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

SUBJECT: Ken-Kat Consultants, Inc.
(Proposed corporate name)

To Whom It May Concern:

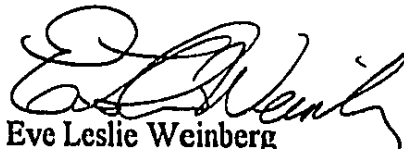
Enclosed please find original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees for the abovementioned corporation.

Please send acknowledgment receipt to:

Stefanie Cataudella
Ken-Kat Consultants, Inc.

c/o DANIEL J. WEINBERG, P.A.
1761 W. Hillsboro Blvd., Suite 205
Deerfield Beach, FL 33442

Very truly yours,



Eve Leslie Weinberg
Vice President/Administrative Manager

ELW/jw

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -3 AM 8:06

RP
10-6-97

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT -3 AM 8:06

*Articles of Incorporation
of*

Ken-Kat Consultants, Inc.

a Florida corporation

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Ken-Kat Consultants, Inc.

ARTICLE II - PRINCIPAL OFFICE

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

1201 S. Ocean Drive, #1406
Hollywood, FL 33019

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND (1,000) SHARES OF COMMON STOCK HAVING A PAR VALUE OF TEN CENTS (\$.10) PER SHARE.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Stefanie Cataudella
1201 S. Ocean Drive, #1406
Hollywood, FL 33019

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

Stefanie Cataudella
1201 S. Ocean Drive, #1406
Hollywood, FL 33019

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than one director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name(s) and address(es) of the initial director(s):

Stefanie Cataudella
1201 S. Ocean Drive, #1406
Hollywood, FL 33019

ARTICLE VII - AMENDMENTS

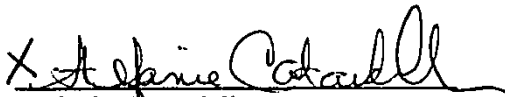
The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE VIII - PURPOSES

The corporation is organized to engage in any activity or business permitted under the laws of Florida and the United States.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this

4 day of September, 1997.

X 
Stefanie Cataudella

CERTIFICATE OF DESIGNATION
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:

Ken-Kat Consultants, Inc.

2. The registered agent and office is:

Stefanie Cataudella
1201 S. Ocean Drive, #1406
Hollywood, FL 33019

FILED
CLERK OF STATE
DIVISION OF CORPORATION
97 OCT -3 AM 8:06

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.


Stefanie Cataudella

9/4/97
Date