

P97000085977

GREEN, KAHN, PIOTRKOWSKI

A PROFESSIONAL ASSOCIATION

317 SEVENTY-FIRST STREET
MIAMI BEACH, FLORIDA 33141

PLEASE REPLY TO: P.O. BOX 4297

September 17, 1997

KAREN S. COHEN
MARVIN M. GREEN
BRUCE H. HORNSTEIN
DONALD J. KAHN
JOEL S. PIOTRKOWSKI

AREA CODE 305
MIAMI 866-4311
TELEFAX 866-7808

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

000002300110--0
-09/22/97--01158--007
*****70.00 *****70.00

RE: Majestic Enterprises, Inc.
Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find original and one copy of the Articles of Incorporation for the above, together with our check in the amount of \$70.00, representing the following:

Filing Fee	\$35.00
Resident Agent Fee	<u>\$35.00</u>
	\$70.00

Please file the Articles of Incorporation and return a copy to the undersigned marked "filed".

Your prompt attention to this matter is appreciated.

Very truly yours,


Bruce Hornstein

BH/cm

Enclosures

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FILED
97 OCT -6 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97 21856

mc 10/6/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 24, 1997

GREEN, KAHN, PIOTRKOWSKI, P.A.
BRUCE HORNSTEIN, P.A.
P.O. BOX 4297
MIAMI, FL 33141

SUBJECT: MAJESTIC ENTERPRISES, INC.
Ref. Number: W97000021856

We have received your document for MAJESTIC ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 497A00047179

ARTICLES OF INCORPORATION

OF

MAJESTIC SYNDICATED, INC.

FILED

97 OCT -6 AM 11: 07

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, of legal age, hereby form this corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

MAJESTIC SYNDICATED, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to have One Hundred (100) Shares of stock outstanding with a par value of One and No/100 (\$1.00) Dollar each.

All of said stock shall be payable in cash, property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021 with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VI

REGISTERED AGENT

The name and street address of the Registered Agent of this corporation is Irving Leviton, 3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than one (1) or more than the number specified in the by-laws of the corporation.

ARTICLE VIII

DIRECTORS

The names and street addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and By-Laws of the corporation, shall hold office for the first year of the existence of the corporation, shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>
Irving Leviton	3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021
Saul Bell	3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021.

ARTICLE IX

INCORPORATORS

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

Name

Address

Irving Leviton

3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021

Saul Bell

3405 Water Oak Drive, No. 1407, Hollywood, Florida 33021.

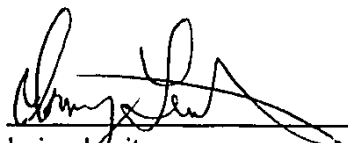
ARTICLE X

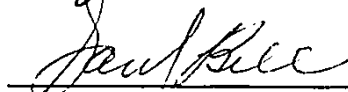
OTHER PROVISIONS

The Directors of this corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

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

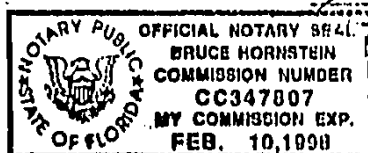

Irving Leviton


Saul Bell

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27th day of September, 1997, by Irving Leviton, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, Florida, this 27th day September, 1997.



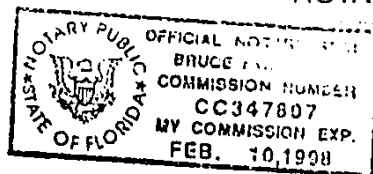

NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27th day of September, 1997, by Saul Bell, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, Florida, this 27th day September, 1997.


NOTARY PUBLIC, STATE OF FLORIDA



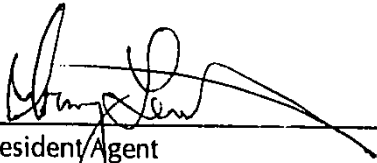
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

First, that *Majestic Syndicated, INC.* desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Hollywood, County of Broward, State of Florida has named Irving Leviton as its agent to accept service of process within this State.

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


Resident Agent

FILED
97 OCT -6 AM 11: 07
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA