

LAW OFFICES OF  
**ENTIN & CANARICK**

RICHARD C. ENTIN  
BERNARD D. CANARICK

(954) 746-0000  
(954) 475-3155

PA7000088902  
October, 1997

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

Re: C-D 2000, INC.

900002319779-- 2  
-10/14/97--01032--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed herewith, please find my check in the amount of \$70.00 representing the filing fee and the Registered Agent Fee for the above-referenced corporation.

I have also enclosed herewith an original and one copy of the Articles of Incorporation. Please conform my copy and return it to my office in the stamped, self-addressed envelope.

Thank you for your cooperation.

Very truly yours,

ENTIN & CANARICK

By: Richard C. Entin /ek  
Richard C. Entin

(signed in the absence of Mr. Entin to avoid delay in mailing)

RCE/ek  
Encls.

FILED  
97 OCT 14 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION 97  
OF  
C-D 2000, INC.

FILED  
OCT 14 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

C-D 2000, INC.

The address of the principal office of this corporation shall be: 7061 W. Commercial Boulevard, #5G, Tamarac, Florida 33319, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 8411 West

Oakland Park Boulevard, Sunrise, Florida, and the name of the initial registered agent of the corporation at that address is: Richard C. Entin, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually commencing upon the signing of these Articles.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director initially. The name and street address of the initial member of the Board of Directors is:

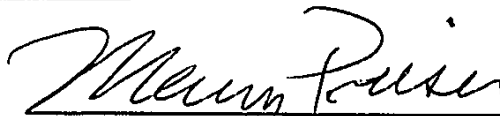
Marvin Preiser  
7061 W. Commercial Boulevard, Suite 5G  
Tamarac, Florida 33319

ARTICLE VII. INCORPORATOR

The name and street addresses of the incorporator to these Articles of Incorporation is:

Marvin Preiser  
7061 W. Commercial Boulevard, Suite 5G  
Tamarac, Florida 33319

IN WITNESS WHEREOF, the undersigned has hereunto set my hand and seal  
this SIXTH day of OCTOBER, 1997.

  
Marvin Preiser

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Richard C. Entin having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



RICHARD C. ENTIN  
REGISTERED AGENT

FILED  
97 OCT 14 PM 12:17  
TALLAHASSEE, FLORIDA  
STATE