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ENGELBERG, CANTOR, LEONE & MILGRIM, P. L.

A PROFESSIONAL LIMITED LIABILITY COMPANY

ATTORNEYS AT LAW

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3230 STIRLING ROAD

HOLLYWOOD, FLORIDA 33021

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125 WORTH AVENUE

PALM BEACH, FLORIDA 33480

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PLEASE DIRECT ALL MAIL
TO HOLLYWOOD OFFICE

October 24, 1997

(5)

FILED
97 OCT 31 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporation Division
P.O. Box 1300
Tallahassee, FL 32302-1300


Re: Tri-County Mediation, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of above-referenced corporation together with our check in the sum of \$122.50.

Please file same and return a copy to us. Thank you.

Yours very truly,


JERALD C. CANTOR
For the Firm

JCC:jmv

Enclosures

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B. REGISTERED NOV 4 1997

ARTICLES OF INCORPORATION

Tri-County Mediation, Inc., a Florida corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: Tri-County Mediation, Inc., a Florida corporation.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the object and purpose to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as a natural person might or could do, viz:

1. To operate a mediation service.
2. To do all things, and exercise any power and authority incident to and associated with the above-stated powers.
3. To exercise any power and authority, and to engage in any type of business which may be done by a profit corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, it being the intent that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of the capital stock which this corporation shall be authorized to have outstanding at any time is FIVE HUNDRED (500) shares at \$1.00 par value.

ARTICLE IV.

The amount of the capital with which this corporation shall begin business is not less than FIVE HUNDRED and NO/100 DOLLARS (\$500.00).

ARTICLE V.

The existence of this corporation shall be perpetual.

ARTICLE VI.

The street address of the initial registered office of this corporation is 3230 Stirling Road, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is BETTINA C. HOLLO.

ARTICLE VII

This corporation shall have one Director initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

BETTINA C. HOLLO	3230 Stirling Road
	Hollywood, FL 33021

ARTICLE VIII.

The name and post office address of the officers who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, and the offices they shall hold, are as follows:

BETTINA C. HOLLO	President/Secretary/Treasurer
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ARTICLE IX.

The name and post office address of the subscriber of these Articles of Incorporation and a statement of the number of shares of stock which he agrees to take is as follows:

BETTINA C. HOLLO 1 share
3230 Stirling Road
Hollywood, FL 33021

ARTICLE X.

The By-Laws of this corporation may provide that less than a majority of the Board of Directors shall constitute a quorum for the transaction of business.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 24th day of October, 1997.

Bettina C. Hollo
BETTINA C. HOLLO

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared BETTINA C. HOLLO, who is personally known to me or has produced a driver's license to be the person described in and who executed the foregoing instrument and who did take an oath and who acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 24th day of October, 1997.



Jerald C. Cantor
MY COMMISSION # CC647677 EXPIRES
August 18, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

J. C. Cantor
Notary Public, State of Florida
My Commission expires:
Print Name: Jerald C. Cantor
Print Title: Notary
Serial No.: _____

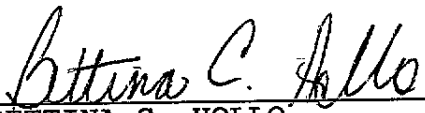
ACCEPTANCE AS DESIGNATION OF RESIDENT AGENT

The undersigned, BETTINA C. HOLLO, hereby accepts designation as resident agent of that certain corporation known as Tri-County Mediation, Inc., a Florida corporation.

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

That Tri-County Mediation, Inc., a Florida corporation, desiring to organize under the laws of the State of Florida as a Florida corporation with its principal office at 3230 Stirling Road, Hollywood, Florida 33021, as its agent to accept service of process within this State.

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


BETTINA C. HOLLO,
RESIDENT AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA