P 470000 94380



ACCOUNT NO. : 07210000032

REFERENCE: 588322 4390271

AUTHORIZATION:

ORDER DATE: November 4, 1997

ORDER TIME: 9:56 AM

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ORDER NO. : 588322-005

CUSTOMER NO: 4390271

CUSTOMER: Jay R. Beskin, Esq

FROMBERG FROMBERG LEWIS &

BRECKER, P.A. Suite 505

20801 Biscayne Boulevard Miami, FL 33180-1422

DOMESTIC FILING

NAME:

AS EASY AS...1,2,3, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

____ PLAIN STAMPED COPY

___ CERTIFICATE OF GOOD STANDING

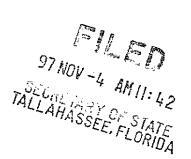
CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

AS EASY AS...1, 2, 3, INC.



ARTICLE I - NAME

The name of this corporation is AS EASY AS...1, 2, 3, INC., and its mailing address is 3610 N.W. 58th Street, Coconut Creek, FL 33073.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

Registered Agent

Street Address of Registered Office

Dade County Corporate

20801 Biscayne Boulevard, Suite #505

Agents, Inc.

Aventura, FL 33180 Attn: Alan J. Lewis, Vice-President

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The initial Director of this corporation shall be SANDRA FRANK, whose address is 3610 N.W. 58th Street, Coconut Creek, FL 33073.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

JAY R. BESKIN, ESQ. FROMBERG, FROMBERG, LEWIS & BRECKER, P.A. 20801 Biscayne Boulevard, #505 Aventura, FL 33180

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersi	gued Incorporator has executed these Articles
of Incorporation this 31th day of Octor	, 1997.
	h B.n
JAY R/BE	ESKIN, Incorporator
STATE OF FLORIDA	
)ss: COUNTY OF Dade)	
The foregoing instrument was ackn OCTOBER, 1997, by JAY R. BESI	owledged before me this <u>31 ST</u> day of KIN, ESQ., who is personally known to me.
Ma	ik Kerik
Signature of person	on taking acknowledgment
Print name:	
Title or rank:	OFFICIAL NOTARY SEAL MARILYN KALIK
Commission No.:	NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC407489 MY COMMISSION EXP. OCT. 26,1998
	3,250

ACCEPTANCE BY REGISTERED AGENT

The undersigned, DADE COUNTY CORPORATE AGENTS, INC., whose address is 20801 BISCAYNE BOULEVARD, SUITE #505, AVENTURA, FLORIDA 33180, hereby accepts the appointment as Registered Agent of AS EASY AS...1, 2, 3, INC., which is contained in the foregoing Articles of Incorporation.

DATED THIS 3/ day of Oct. , 1997.

Dade County Corporate Agents, Inc.

Alan J, Lewis, Vice-President

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