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LAW OFFICES

JOHNSON, ANSELMO, MURDOCH, BURKE & GEORGE

A PROFESSIONAL ASSOCIATION

RONALD P. ANSELMO
SCOTT R. ANSELMO
JILL S. BILANCHONE
MICHAEL T. BURKE *
KINDY K. COOGLER
CHRISTINE M. DUIGNAN
LAWRENCE J. FEINSTEIN
BURL F. GEORGE
JEFFREY L. HOCHMAN
E. BRUCE JOHNSON *
RICHARD H. McDUFF *
ROBERT E. MURDOCH
MICHAEL R. PIPER *
WILLIAM E. PLATOW
CHRISTOPHER L. SMITH

*BOARD CERTIFIED
CIVIL TRIAL LAWYERS

97 NOV 10 AM 9:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE REPLY TO
FORT LAUDERDALE OFFICE

FORT LAUDERDALE OFFICE:
390 E. BROWARD BLVD., SUITE 400
FORT LAUDERDALE, FLORIDA 33301

PALM BEACH OFFICE:
PHILLIPS POINT
WEST PALM BEACH, FL 33401

MAILING ADDRESS:
POST OFFICE BOX 030220
FORT LAUDERDALE, FLORIDA 33303-0220

TELECOPIER (954) 463-2444
TELEPHONE: (954) 463-0100 - Broward
(305) 945-2000 - Dade
(561) 640-7448 - WPB

November 7, 1997

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-11/07/97-0159-009
****245.00 ****122.50

Via Fed Ex

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: **Maniswood, Inc. and Hollymanis, Inc.**
Our File No. 2080/94027

Gentlemen:

Enclosed is this firm's check in the amount of \$245.00 together with the original and a copy of the Articles of Incorporation of Maniswood, Inc. and Hollymanis, Inc. Please accept the Articles for filing and return a certified copy of same to the undersigned. Thank you for your prompt attention to this matter.

Very truly yours,

Robert Murdoch, esq.

ROBERT E. MURDOCH
For the Firm

REM/dd
Enclosures

P. Hall
NOV 13 1997

**ARTICLES OF INCORPORATION
OF
HOLLYMANIS, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, by and under the provisions for the formation, liability, rights, privileges and immunities of a corporation for profit.

Article I - Name

The name of the corporation shall be:

Hollymanis, Inc.

Article II - Business and Powers

The general nature of the business proposed to be transacted and carried on, and the objectives, powers and purposes of the corporation, are to: (1) engage in any business or businesses (as may now or hereafter be lawful); (2) to have rights and powers (as may now or hereafter be lawful); and (3) to have such purposes and authorized under the laws of the State of Florida (as may now or hereafter be lawful).

Article III - Capitalization

The authorized capital stock of this corporation shall consist of 5,000 shares of common stock of a par value of \$1.00 per share.

Article IV - Principal Office

The street address and mailing address of the initial principal office of this corporation is:

606 North Ocean Drive
Hollywood, Florida

Article V - Registered Office

The name and address of the initial registered agent of this corporation is:

Robert E. Murdoch
Johnson, Anselmo, Murdoch, Burke & George
790 East Broward Boulevard, Suite 400
Fort Lauderdale, Florida 33301

Article VI

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Robert E. Murdoch
Johnson, Anselmo, Murdoch, Burke & George
790 East Broward Boulevard, Suite 400
Fort Lauderdale, Florida 33301

Article VII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders having the right to vote on any such amendment, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders entitled to vote thereon sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

In witness whereof, the undersigned has made and subscribed these Articles of Incorporation at Fort Lauderdale, Broward County, Florida, for the uses and purposes aforesaid, this 3rd day of November, 1997.

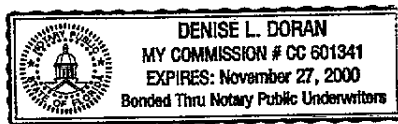

Robert E. Murdoch

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 3rd day of November, 1997, by **Robert E. Murdoch**, the Subscriber to the said Articles of Incorporation, and who is personally known to me.

My Commission Expires:
My Commission Number Is:

Denise L. Doran
Notary Public, State of Florida (Seal)



REGISTERED AGENT ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

Robert E. Murdoch
Robert E. Murdoch

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA