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HOWIE, INC.

Howard Newman

19855 LATONNA PLACE
BOCA RATON, FL 33434

NOVEMBER 18, 1997

Secretary of State
Capitol Building
Tallahassee, Florida
32304

Attention: Corporation Division

RE: HOWIE, INC.

Dear Sir:

Please accept for filing, the Articles of Incorporation and the Resident Agent form which designates the Resident Agent for the above-captioned corporation. Enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Original Articles of Incorporation	\$ 35.00
Resident Agent Fee	<u>35.00</u>
Total	\$ 70.00

Cordially,


HOWARD NEWMAN

F. CHESSEB DEC 1 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION

-OF-

HOWIE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is HOWIE, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000, all of which shall be common shares with par value of \$0.01.

ARTICLE V. REGISTERED OFFICE

The street address and mailing address of the principal place of business is 19855 LATONNA PLACE, BOCA RATON, FL 33434 and the street address of the initial registered office of the corporation is 19855 LATONNA PLACE, BOCA RATON, FL 33434 and the name of the initial registered agent is HOWARD NEWMAN.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of one member, but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the Bylaws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The name and address of the Director which constitutes the first Board of Directors of the Corporation is:

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TALLAHASSEE, FLORIDA

NAME
HOWARD NEWMAN

ADDRESS
19855 LATONNA PLACE
BOCA RATON, FL 33434

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is:

NAME
HOWARD NEWMAN

ADDRESS
19855 LATONNA PLACE
BOCA RATON, FL 33434

IN WITNESS WHEREOF, the undersigned have subscribed their names this 18 day of Nov 1997.


HOWARD NEWMAN

STATE OF FLORIDA)

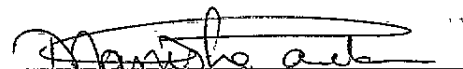
: SS

COUNTY OF PALM BEACH)

On this 18th day of Nov 1997, before me, the undersigned officer, personally appeared as HOWARD NEWMAN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.




NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

HOWIE, INC

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:


HOWIE, INC., a corporation organized under the laws of the state of Florida, with its principal office at 19855 LATONNA PLACE BOCA RATON, FL 33434 has named HOWARD NEWMAN at 19855 LATONNA PLACE, BOCA RATON, FL 33434, County of Palm Beach, as its agent to accept service of process within this state.

<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESSES</u>
HOWARD NEWMAN	President/Dir	19855 LATONNA PLACE BOCA RATON, FL 33434

ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to keep this office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

DATED: 11-18-97


HOWARD NEWMAN
Resident Agent