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November 20, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400002357644--6
-11/26/97--01036--010
****122.50 ****122.50

Attn: New Corporation Registration

Re: Modern Services Corporation

Gentlemen:

Enclosed are Articles of Incorporation for the above new corporation along with a check in the amount of \$122.50 for the filing fee.

Very truly yours,

Douglas M. Bates

Douglas M. Bates
Attorney at Law

DMB/et
Enclosures

steilt1.soa.nc

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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steiaoi ARTICLES OF INCORPORATION

OF

MODERN SERVICES CORPORATION

ARTICLE I

CORPORATE NAME

The name of this corporation is: Modern Services Corporation

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is retail services. The corporation shall have all powers afforded by the State of Florida

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of subscription and acknowledgment of the articles of incorporation provided the articles are filed by the Department of State within five (5) days thereof.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Beate Steinfeldt
2800 N.E. 23rd Street
Fort Lauderdale, Florida 33305

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The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have not less than one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

INITIAL DIRECTOR

The name of the initial director of this corporation and his street address is:

Frank Steinfeldt
2800 N.E. 23rd Street
Fort Lauderdale, Florida 33305

The person named as the initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these articles of incorporation as the incorporator is:

Frank Steinfeldt
2800 N.E. 23rd Street
Fort Lauderdale, Florida 33305

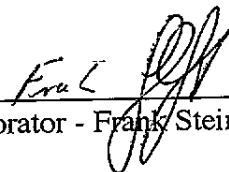
ARTICLE IX

AMENDMENT

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 and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written

statement manifesting their intention that a certain amendment of these articles of incorporation be made.

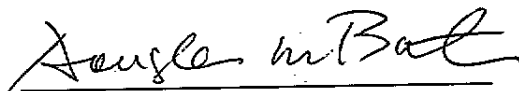
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing articles of incorporation on the 20th day of November, 1997.



Incorporator - Frank Steinfeldt

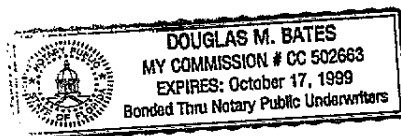
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared, Frank Steinfeldt, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledge before me that he subscribed to these Articles of Incorporation on the 20th day of November, 1997.



Notary Public

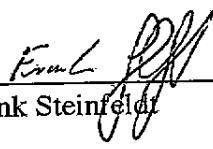
My commission expires:



^{steicdpob} CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Modern Services Corporation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2800 N.E. 23rd Street, Fort Lauderdale, Florida 33305, has named Beate Steinfeldt, Broward County, State of Florida, as its agent to accept service of process within this state.


by: Frank Steinfeldt

Dated: November 20, 1997

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ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with provisions of Florida law relative to keeping the designated office open.


Registered Agent - Beate Steinfeldt

By: _____