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Jim Scutti, P.A.

Law Office

980 North Federal Highway, Suite 434
Boca Raton, Florida 33432

Telephone
(561) 750-1391
Telefax
(561) 347-0828

Jim Scutti

December 30, 1997

Secretary of State
Division of Corporations
Department of State
The Capitol
Tallahassee, Florida 32301

EFFECTIVE DATE
12-30-97

500002388675-2
-01/02/98-01084-008
****122.50 ****122.50

RE: Broadway Corporation

Dear Sir or Madam:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Total:	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. A self-addressed envelope is enclosed for your convenience.

Your prompt attention to this matter would be appreciated.

Sincerely yours,

Jim Scutti
For the Firm

JS/ig
Encl.

cc: Mr. Lynn D. Rowntree

FILED
98 JAN -2 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 1/6/98

EFFECTIVE DATE
12-30-97

ARTICLES OF INCORPORATION
OF
BROADWAY CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

Article I - Name

The name of this corporation is Broadway Corporation.

Article II - Principal Office and Mailing Address

The principal office and mailing address of the corporation is Atrium Financial Center, 1515 N. Federal Highway, Suite 310, Boca Raton, Florida 33432.

Article III - Authorized Shares

The maximum number of shares of capital stock which the corporation shall have the authority to issue and have outstanding at any one time shall be 25,000,000 shares of common stock having a par value of \$.001 per share.

Article IV - Initial Registered Office and Agent

The name and street address of the initial registered agent and office of this corporation is Lynn D. Rowntree, Atrium Financial Center, 1515 N. Federal Highway, Suite 310, Boca Raton, Florida 33432.

Article V - Incorporator

The name and address of the Incorporator is Lynn D. Rowntree, Atrium Financial Center, 1515 N. Federal Highway, Suite 310, Boca Raton, Florida 33432.

Article VI - Initial Board of Directors

The corporation shall have one director initially. The number of directors may be increased or decreased by the bylaws but shall never be less than one. The name and address of the initial director is Robert J. Wussler, 7904 Sandalfoot Drive, Potomac, MD 20854-5448.

Article VII - Purpose

The purpose of this corporation is to transact any and all lawful business.

Article VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

Article IX - Indemnification

The corporation shall indemnify its officers, directors and authorized agents or any former officer, director or authorized agent, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida Law existing now or hereinafter enacted.

Article X - Affiliated Transactions

This corporation expressly elects not to be governed by Section 607.0901, Florida Statutes, the affiliated transactions provisions of the Florida Business Corporations Act.

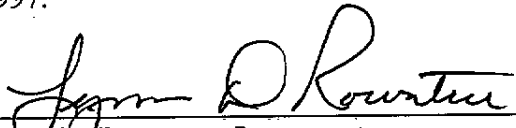
Article XI - Control Share Acquisitions

This corporation expressly elects not to be governed by Section 607.0902, Florida Statutes, the control share acquisition provisions of the Florida Business Corporations Act.

Article XII - Effective Date

The corporation shall commence on the date of execution and acknowledgement of these Articles.

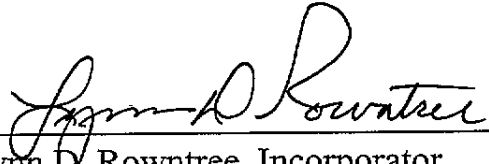
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of December, 1997.


Lynn D. Rowntree, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

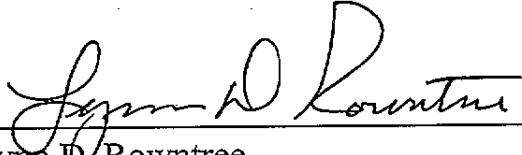
1. The name of the corporation is Broadway Corporation.
2. The name and address of the registered agent is:



Lynn D. Rowntree, Incorporator
Atrium Financial Center
1515 N. Federal Hwy., Suite 310
Boca Raton, FL 33432

Date: December 30th, 1997

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Lynn D. Rowntree

Date: December 30th

FILED
98 JAN -2 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA