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Law Offices
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Professional Association

Craig Z. Sherar

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January 5, 1998

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Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Classy Enterprises, Inc.

Dear Sir:

Enclosed for filing are the Articles of Incorporation of the above-captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fees.

Please return a certified copy of the Articles to me in the enclosed self-addressed envelope.

Very truly yours,


Craig Z. Sherar

Enclosures
CZS/jas:18999

FILED
98 JAN -8 PM 3:12
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
CLASSY ENTERPRISES, INC.

98 JAN -8 PM 3:12

STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE
1-5-98

The name of this Corporation is Classy Enterprises, Inc.
The mailing address is: 313 S.E. 4th Terrace, Dania, Florida
33004.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence. The
Corporation shall commence existence on January 5, 1998.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities
or business permitted under the Laws of the United States and
Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is 1,000 shares of
common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be
3250 Mary Street, Suite 202, Coconut Grove, Florida 33133, and the
initial registered agent of this Corporation at such office shall
be Craig Z. Sherar, Esq. who upon accepting this designation agrees
to comply with the provisions of Section 48.091, Florida Statutes
as amended from time to time, with respect to keeping an office

open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of 1 member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than 15. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Laura Metrick Hoskins	313 S.E. 4th Terrace Dania, Florida 33004

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Craig Z. Sherar, Esq.	3250 Mary Street, Suite 202 Coconut Grove, Florida 33133


Craig Z. Sherar, Esq.
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of Classy
Enterprises Inc. acknowledged before me this
5th day of January, 1998 by Craig Sherar as Incorporator.

My Commission Expires:
April 25, 1999


Notary Public



JODY A SAENZ
My Commission CC455181
Expires Apr. 25, 1999
Bonded by HAI
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Classy Enterprises, Inc. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: Jan 5, 1998


Craig Z. Sherar, Esq.

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