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PATRICIA BURNSIDE REALTY

2455 HOLLYWOOD BOULEVARD, SUITE 104
HOLLYWOOD, FLORIDA 33020

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DADE: 305-595-9522
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January 12, 1998

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-01/16/98-01082-017
****122.50 ****122.50

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Gentlemen:

Enclosed are two copies of Articles of Incorporation of FYH Enterprises, Inc., with original signatures, together with check in the sum of \$122.50 to cover the cost of filing same.

After filing, kindly return the Certificate of Incorporation and a certified copy of the Articles, together with a stamped copy, directly to this office.

Sincerely,



PATRICIA BURNSIDE

/encs.

FILED
98 JAN 16 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/20/98 - YHM

**ARTICLES OF INCORPORATION
OF
FYH ENTERPRISES, INC.**

FILED
98 JAN 16 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
Corporate Name**

The name of this corporation shall be **FYH ENTERPRISES, INC.** The principal place of business of the said corporation shall be 2225 Wilton Drive, Wilton Manors, Florida, 33305.

**ARTICLE II
Nature of Corporate Business**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III
Capital Stock**

This corporation is authorized to issue a maximum of one hundred (100) shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00.

**ARTICLE IV
Term of Existence**

This corporation is to exist perpetually.

**ARTICLE V
Initial Registered Agent and Initial Registered Office**

This corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Rex J. Vacca
2225 Wilton Drive
Wilton Manors, Florida 33305**

ARTICLE VI

Directors

The number of Directors may be altered from time to time by By-laws adopted by the stockholders. However, this corporation shall have no less than one (1) director at any time. The name and post office address of the initial Director of this corporation are:

Rex J. Vacca

2225 Wilton Drive
Wilton Manors, Florida 33305

The member of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the corporation.

ARTICLE VII

Incorporator

The name and post office address of the subscriber to these Articles of Incorporation are:

Rex J. Vacca

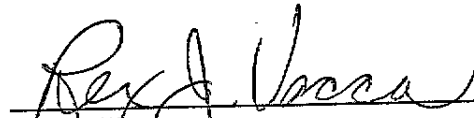
2225 Wilton Drive
Wilton Manors, Florida 33305

ARTICLE VIII

Amendments

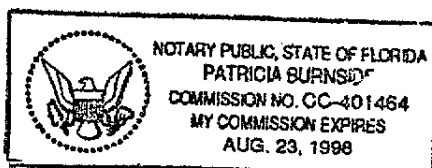
These Articles of Incorporation may be amended in the manner provided by law.

The undersigned incorporator, for the purpose of forming a corporation to do business within or without the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.


Rex J. Vacca

The foregoing Articles of Incorporation were acknowledged before me at Miami, Dade County, Florida, this 15th day of December, 1997, by Rex J. Vacca, who is personally known to the undersigned, or who produced _____ for identification.


NOTARY PUBLIC

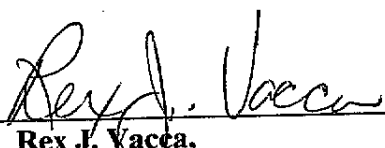


CERTIFICATE DESIGNATING RESIDENT AGENT
FOR SERVICE OF PROCESS

Pursuant to Chapter 607.034, Florida Statutes, the undersigned hereby designates Rex J. Vacca, 2225 Wilton Drive, Wilton Manors, Florida, 33305, as its Resident Agent to accept service of process within this State.

FYH ENTERPRISES,
INC.

By: _____


Rex J. Vacca,
President

The undersigned hereby accepts the foregoing designation as Resident Agent for service of process within the State of Florida and agrees to comply with the provisions of law applicable to said designation.


Rex J. Vacca

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA