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LAW OFFICE
RICHARD J. POTASH P.A.
4800 NORTH FEDERAL HIGHWAY SUITE 307B
BOCA RATON, FL. 33431

(561) 392-4104
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February 2, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/05/98--01020--007
***122.50 ***122.50

RE: A to Z Unlimited, Inc.

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation of A to Z Unlimited, Inc. together with the original and one copy of the form designating Registered Agent. This firm's check in the amount of \$122.50 representing the filing fee for this corporation is also enclosed.

Please certify the copy of the Articles of Incorporation and return same to the undersigned in the envelope provided. Thank you for your attention.

Very truly yours,

RICHARD J. POTASH, P.A.

By: Richard J Potash
Richard J. Potash, Esq.

RJP:bg
Encl.

w:/wp50/corr/fl-state.ltr

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
A TO Z UNLIMITED, INC.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of the corporation is A to Z UNLIMITED, INC. and the street address of the initial principal office is 831 East Palmetto Park Road, Boca Raton, Florida 33432.

ARTICLE II-DURATION

This corporation shall commence its existence on February 2, 1998.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4800 N. Federal Highway,, Suite 307B, Boca Raton,

Florida 33431 and the name of the initial registered agent of this corporation at that address is RICHARD J. POTASH, ESQ.

ARTICLE VI-INCORPORATOR

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

RICHARD J. POTASH, ESQ.
4800 N. Federal Highway
Suite 307B
Boca Raton, Florida 33431

ARTICLE VII-AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 2nd day of February, 1998.



RICHARD J. POTASH

STATE OF FLORIDA)

)

COUNTY OF DADE)

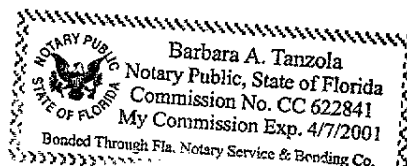
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, RICHARD J. POTASH, personally known to me, or who produced Florida Driver's License No. _____ as identification and who executed the foregoing Articles of Incorporation of A to Z UNLIMITED, INC. and he acknowledged that he signed and executed the same for the purposes therein stated and he (did) (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Boca Raton, said County and State this
2nd day of February, 1998.

NOTARY SIGNATURE:

Barbara A. Tanzola

My commission expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
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 A to Z UNLIMITED, INC.
2. The name and address of the registered agent and office is:

RICHARD J. POTASH, ESQ.
4800 N. Federal
Suite 307B
Boca Raton, Florida 33431

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.

Richard J. Potash
Richard J. Potash

2/2/98
Date

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TALLAHASSEE, FLORIDA