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February 23, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

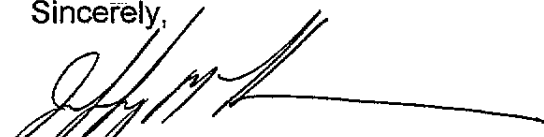
RE: CHARLES S. DAVIDSON & ASSOCIATES, INC.

Dear Sir/Madame:

Enclosed please find duly executed Articles of Incorporation for the above referenced matter, to be filed with the Department of State, together with this firm's check in the amount of \$122.50, representing filing fees. Upon filing, please return a certified copy to me in the enclosed self-addressed stamped envelope.

If you should have any questions, please do not hesitate to contact my office.

Sincerely,



JEFFREY M. HERMAN
For the Firm

JMH/ej
Enclosures

cc: Helene H. Davidson, President

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STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CHARLES S. DAVIDSON & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHARLES S. DAVIDSON & ASSOCIATES, INC.

The address of the principal office of this corporation shall be 7385 N.W. 52ND Court, Lauderhill, Florida 33319 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or nay other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1601 North Flamingo Road, Suite Two, Pembroke Pines, Florida 33028-1004, and the name of the initial registered agent of the corporation at that address is Jeffrey M. Herman, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

HELENE H. DAVIDSON
President/Treasurer

7385 N.W. 52ND Court
Lauderhill, Florida 33319

CHARLES S. DAVIDSON
Vice President/Secretary

7385 N.W. 52ND Court
Lauderhill, Florida 33319

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

JEFFREY M. HERMAN, ESQUIRE
1601 North Flamingo Road
Suite Two
Pembroke Pines, Florida 33028-1004

IN WITNESSES WHEREOF, the undersigned agent has hereunto set his hand and seal on this 23 day of FEBRUARY, 1998.


JEFFREY M. HERMAN

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

JEFFREY M. HERMAN, Esquire, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



JEFFREY M. HERMAN, ESQUIRE

jmh\corpratn\articles.inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA