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LAW OFFICES
BURRIE & BURRIE
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 PM 2:47

DONALD L. BURRIE
CHARLOTTE J. BURRIE

March 12, 1998

Corporate Records Bureau
Div. of Corporations - Dept. of State
P. O. Box 6327
Tallahassee, FL 32301

Re: LEELAND ENTERPRISES, INC.

Dear Sir:

Enclosed please find the original Articles of the above proposed corporation together with my check in the amount of \$70.00 to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	<u>35.00</u>
Total	\$70.00

Thank you for your assistance in this matter.

Sincerely yours,



Charlotte J. Burrie

CJB:cb
Encs.

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-03/18/98-01089-006
*****70.00 *****70.00

D. BROWN MAR 10 1998

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 PM 2:47

ARTICLES OF INCORPORATION
OF

LEELAND ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation

ARTICLE I - NAME

The name of the corporation shall be: LEELAND ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business address of this corporation shall be: 3217 N.E. 8th Court, Pompano Beach, FL 33062. The mailing address is: P. O. Box 3245, Pompano Beach, FL 33072

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS


The name and address of the initial registered agent is:

BARRY E. LEE, 3217 N.E. 8th Court, Pompano Beach, FL 33062

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is: BARRY E. LEE, 3217 N.E. 8th Court, Pompano Beach, FL 33062

The undersigned has executed these Articles of Incorporation this
12th day of March, 1998.



BARRY E. LEE Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 PM 2:47

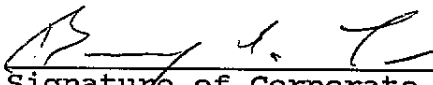
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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: LEELAND ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

Name: BARRY E. LEE

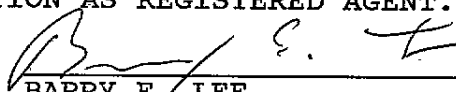
Address: 3217 N.E. 8th Court, Pompano Beach, FL 33062


Signature of Corporate Officer
BARRY E. LEE

Title: President

Date: March 12TH, 1998

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.


BARRY E. LEE

Date: March 12TH, 1998