

Charter Number Only

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Requestor's Name
Jeffrey Cohen
Address
297 Sunny Isles Blvd
N. Miami Beach, FL 33160
City State ZIP Phone
940-1985A

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CORPORATION(S) NAME

Fusion Diverse Holdings, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
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DIVISION OF CORPORATION

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98 MAY 11 AM 11:37

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
FUSION DIVERSE HOLDINGS, INC.**

ARTICLE I - NAME

The name of the Corporation is **FUSION DIVERSE HOLDINGS, INC.**

ARTICLE II - ADDRESS

The principal office, or mailing address of the Corporation is 5100 Cleveland Street,
Hollywood, Florida 33021.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all
business permitted under the laws of the United States and of this State.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have
outstanding at any time is one thousand (1000) shares of common stock having the par
value of One (\$1.00) Dollar.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights in accordance with the provisions of Florida Statutes Section 607.0603, pursuant to the terms and conditions, if any, prescribed by the board of directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 297 Sunny Isles Blvd., N. Miami Beach, Florida 33160. The initial registered agent at such address is Jeffrey Roy Cohen.

ARTICLE VIII - DIRECTORS

The Corporation shall have one director initially, whose name and street address is as follows:

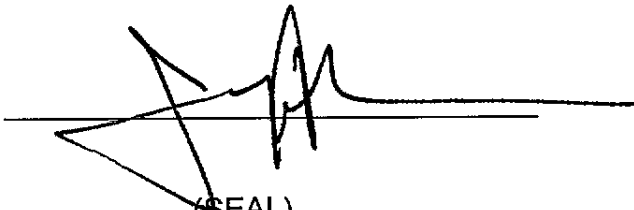
NAME	ADDRESS
Andrew F. Keane	5100 Cleveland Street Hollywood, Florida 33021

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of this Corporation is as follows:

NAME	ADDRESS
Jeffrey Roy Cohen	297 Sunny Isles Blvd. N. Miami Beach, Florida 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing
Articles of Incorporation this 7th day of May, 1998.


(SEAL)

STATE OF FLORIDA
COUNTY OF DADE

Before me personally appeared Jeffrey Roy Cohen, to me well known to be the
person described in and who executed the foregoing Articles of Incorporation, and
acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named this 7th day
of May, 1998.



Michelle L. Skinner
My Commission CC599685
Expires November 7 2000


NOTARY PUBLIC STATE
OF FLORIDA AT LARGE


My Commission Expires:

Personally Known X OR Produced Identification _____
Type of Identification Produced _____

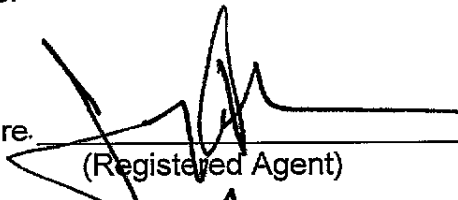
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that **FUSION DIVERSE HOLDINGS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5100 Cleveland Street, Hollywood, Florida 33021, has named Jeffrey Roy Cohen, located at 297 Sunny Isles Blvd., N. Miami Beach, Florida 33160, as its agent to accept service of process within Florida.

Signature 
(Corporate Officer)
Title Incorporator
Date May 7, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the incorporation and complete performance of my duties.

Signature 
(Registered Agent)
Date May 8, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA