

P98000054556

JERROLD KNEE, P. A.
ATTORNEY AT LAW
1720 HARRISON STREET
HOLLYWOOD, FLORIDA 33020-6879

JERROLD KNEE

June 15, 1998

TELEPHONE (954) 927-4243
MIAMI TELEPHONE 945-6161
TELEFAX (954) 923-5235

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

800002562518--9
-06/17/98--01038--006
****122.50 ****122.50

Re: MILSMITH, INC.

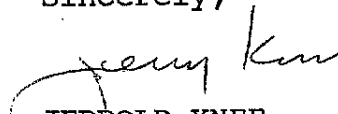
Gentlemen:

Enclosed please find the following in connection with the above captioned corporation:

1. Two originals of Articles of Incorporation;
2. Certificate Designating Registered Agent;
3. Check in the amount of \$122.50;
4. Self-addressed envelope.

Please return a certified copy of the Articles to this office.

Sincerely,


JERROLD KNEE

JK/jb
Enc.

c:\wp51\doc\corp\secstate.ltr

FILED
98 JUN 17 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 18 1998

**ARTICLES OF INCORPORATION
OF
MILSMITH, INC.**

ARTICLE I - NAME

The Name of this corporation is:

MILSMITH, INC.

ARTICLE II - MAILING ADDRESS

The initial mailing address of this corporation is 4351 S. W.
25th St., Hollywood, Florida, 33023.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00
par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation of the same kind or class as that which he already
holds, shall have the right to purchase his pro-rata share thereof
at a price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 4351 S. W. 25th St., Hollywood, FL 33023.

The name of the initial registered agent of this corporation
at that address is Steve L. Smith.

FILED
98 JUN 17 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI - DIRECTOR

The names and addresses of the initial director of the corporation is: Steve L. Smith, 4351 S. W. 25th St., Hollywood, FL 33023.


ARTICLE VII - PURPOSE AND POWERS

This corporation is organized for the purpose of transacting any or all lawful business. This corporation shall have all of the powers enumerated for corporations under the laws of the State of Florida.

ARTICLE VIII - NAME OF INCORPORATOR

The name and address of the person signing these Articles of Incorporation as subscriber/incorporator is Steve L. Smith, 4351 S.W. 25th St., Hollywood, FL 33023.

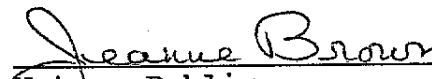
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of June, 1998.


STEVE L. SMITH

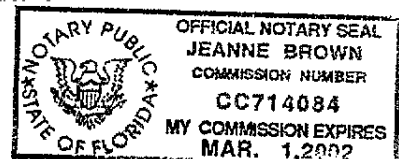
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15 day of June, 1998, by Steve L. Smith, who (X) is personally known to me or () has produced a Florida driver's license as identification.


Notary Public

c:\wp51\doc\corp\articles.mil



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:

MILSMITH, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED STEVE L. SMITH, LOCATED AT 4351 S. W. 25TH ST., CITY OF HOLLYWOOD, STATE OF FLORIDA, 33023, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE OF CORPORATE OFFICER: _____

Title: President

Date: 6-15-98

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE OF REGISTERED AGENT: _____

Date: 6-15-98

FILED
98 JUN 17 AM 11:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA