

AUG-10-1998 11:45

CCFS

85002241640 P.01

P980000069402

Florida Department of State
Division of Corporations
Public Access System
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000014707 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

MOTHERHOOD RESOURCES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

FILED
98 AUG 7 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 8/10/98

AUG-10-1998 11:47

CCRS

85002241640 P.02



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 10, 1998

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: MOTHERHOOD RESOURCES, INC.
REF: W98000017996

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The electronically submitted document must also include the preparer's telephone number in the lower left hand corner.

The registered agent must sign accepting the designation.

FELICIA MUST SIGN THE ACCEPTANCE BY REGISTERED AGENT.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

FAX Aud. #: H98000014707
Letter Number: 398A00041356

AUG-10-1998 11:47

CCRS

85002241640 P.03

H98000014707 FILED

98 AUG 7 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MOTHERHOOD RESOURCES, INC.

ARTICLE I - NAME

The name of this corporation is MOTHERHOOD RESOURCES, INC., a Florida corporation (the "Corporation").

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 11250 Tradewinds Way, Cooper City, Florida 33026.

ARTICLE IV - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 10,000 of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

Prepared by:
Gregg H. Fierman
McDermott, Will & Emery
201 S. Biscayne Blvd., 22nd FL
Miami, FL 33131-4336
Bar #0504068
305-358-3500

H98000014707

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 11250 Tradewinds Way, Cooper City, Florida 33026. The name of the initial registered agent at such address is Felicia P. Kessler.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<u>Name</u>	<u>Address</u>
Felicia P. Kessler	11250 Tradewinds Way Cooper City, Florida 33026

ARTICLE VIII - BY-LAWS

The initial By-Laws of this Corporation shall be adopted by the initial director of this Corporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by applicable law.

AUG-10-1998 11:48

CCRS

85002241640 P.05

H98000014707

ARTICLE X - INCORPORATOR


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

<u>Name</u>	<u>Address</u>
Felicia P. Kessler	11250 Tradewinds Way Cooper City, Florida 33026

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal
any provisions contained in these Articles of Incorporation, in
accordance with the provisions of the Florida Business
Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation, this 5 day of August, 1998.


Felicia P. Kessler, Incorporator/
Registered Agent

H98000014707

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

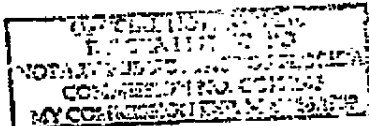
DATED THIS 5 DAY OF AUGUST, 1998.

Felicia P. Kessler,

Registered Agent

STATE OF FLORIDA)
COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 5 day of August, 1998, by Felicia P. Kessler who, as Incorporator, executed the foregoing Articles of Incorporation of MOTHERHOOD RESOURCES, INC., a Florida corporation, who is personally known to me or who has produced Florida Drivers License as identification.



Deborah M. Hubbard
Print Name: Deborah M. Hubbard
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

\\26865-510\ARTICLES.001

FILED
98 AUG 17 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000014707