ROBERT J. FRIEDMAN, P.A.

1150 E. HALLANDALE BEACH BLVD., SUITE A, HALLANDALE, FLORIDA 33009-4432

PLEASE REPLY TO: P. O. BOX 129, HALLANDALE, FLORIDA 33008-0129 TELEPHONE: BROWARD (954) 458-4651 DADE (305) 945-8869 TELECOPIER (954) 458-4944

August 19, 1998

****122.50 ****122.50

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, Florida 32301

Re: AVONDALE MANAGEMENT GROUP, INC.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation regarding the above-named corporation. Also enclosed please find our check in the amount of \$122.50 representing the following:

> Filing fee Registered Agent fee 3.5.00 Certified copy 52.50

> > \$122.50

Please file the original Articles and return one (1) certified copy to this office.

Thank you for your cooperation in this matter.

Very truly yours,

FRIEDMAN

RJF/mtn Enclosures

ARTICLES OF INCORPORATION

OF

AVONDALE MANAGEMENT GROUP, INC.

The undersigned, as Subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby files these Articles of Incorporation to form a corporation under the laws of the state of Florida.

ARTICLE I. NAME: The name of the corporation is AVONDALE MANAGEMENT GROUP, INC.

ARTICLE II. PURPOSES AND POWERS OF THE CORPORATION: The corporation may engage in any business or activity permitted under the laws of the United States of America and the state of Florida.

ARTICLE III. CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock having a par value of One and no/100ths (\$1.00) Dollar.

ARTICLE IV. TERMS OF EXISTENCE: The corporation is to exist perpetually.

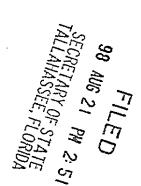
ARTICLE V. DIRECTORS: The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by By-Laws adopted by the shareholders but the number of directors shall never be less than one (1).

ARTICLE VI. FIRST BOARD OF DIRECTORS: The name and post office address of the member of the first board of directors is:

ROBERT J. FRIEDMAN 1150 E. Hallandale Beach Boulevard Suite A Hallandale, FL 33009

ARTICLE VII. SUBSCRIBER: The name and post office address of the subscriber to these Articles of Incorporation is as follows:

ROBERT J. FRIEDMAN 1150 E. Hallandale Beach Boulevard Suite A Hallandale, FL 33009



ARTICLE VIII. AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX. CONTRACTS: No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this corporation may be officers or directors of, or have any other interest in, the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE X. ADDRESS, REGISTERED OFFICE AND REGISTERED AGENT: The initial post office address of the principal office of the corporation is 1150 East Hallandale Beach Boulevard, Suite A, Hallandale, Florida, 33009, and the post office address of the registered office is 1150 E. Hallandale Beach Blvd., Suite A, Hallandale, Fl 33009, and the registered Agent is Robert J Friedman.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this /9 day of August, 1998.

ROBERT J. FRIFTMAN

STATE OF FLORIDA)
SS:
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this \(\frac{1}{2} \) day of August, 1998 by ROBERT J. FRIEDMAN, who, as indicated below, is either personally known to me or who produced the identification noted.

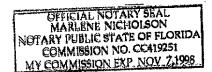
Personally known to me

[] Produced identification ______

NOTARY PUBLIC, State of Florida

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My Commission expires:



ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process of the above-stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

OBERT J/ FRIEDMAN

98 AUG 21 PH 2: 51
SECRETARY OF STATE
TALL ALLASSEE FI ORIDA