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FLORIDA DIVISION OF CORPORATIONS
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FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: AT YOUR SERVICE OF FLORIDA, INC.

AUDIT NUMBER.....H98000016904

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE FLORIDA

F. CHESSEB SEP 11 1998

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**ARTICLES OF INCORPORATION
OF
AT YOUR SERVICE OF SOUTH FLORIDA, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the state of Florida.

**ARTICLE I
CORPORATE NAME**

AT YOUR SERVICE OF SOUTH FLORIDA, INC.

**ARTICLE II
NATURE OF CORPORATE BUSINESS**

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

**ARTICLE IV
PREEMPTIVE RIGHTS**

Shareholders of the Corporation shall have preemptive rights to acquire their pro-rata share of stock of the Corporation for all issues of any class of stock of the Corporation no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including, but not limited to, cash, other property, services, the acquisition of other corporation's shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares including the reissue of treasury shares.

THIS INSTRUMENT PREPARED BY:
JOEL S. KNEE, ESQUIRE FB N-297488
6565 TAFT STREET
FOURTH FLOOR
HOLLYWOOD, FLORIDA 33024-4000
TEL. (954) 967-1080

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**ARTICLE V
EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE VI
DIRECTORS**

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by amendment of the By-Laws, but shall never be less than one (1). The name and address of the initial Board of Directors is:

Ann Knee
1140 Northeast 163rd Street, Suite 30
North Miami Beach, Florida 33162

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract or other transaction between this Corporation and any one or more of its Directors or Shareholders or any other corporation, firm, association, or entity in which one or more of its Directors or Shareholders are directors or are financially interested in shall either be void or voidable because of such relationship or interest.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Ann Knee
1140 Northeast 163rd Street, Suite 30
North Miami Beach, Florida 33162

**ARTICLE VII
REGISTERED AGENT AND PRINCIPAL OFFICE**

The Corporation's initial Registered Agent and Principal Office in the state of Florida are:

Ann Knee
1140 Northeast 163rd Street, Suite 30
North Miami Beach, Florida 33162

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ACCEPTANCE OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process on the Corporation at the Registered Office designated in these Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all the requirements of law pertaining thereto.


Registered Agent

Ann Knece
1140 Northeast 163rd Street, Suite 30
North Miami Beach, Florida 33162

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this date: September 10, 1998.


Incorporator

Ann Knece
1140 Northeast 163rd Street, Suite 30
North Miami Beach, Florida 33162

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