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LAW OFFICES OF

Charles J. Goldman, P.A.

FILED

601 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020

98 OCT 12 PM 1:43
HOWARD (954) 920-1986
FAX: (954) 929-2440

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 8, 1998

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

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-10/12/98--01063--004
*****70.00 *****70.00

Re: CRS MANAGEMENT CORP.

Gentlemen:

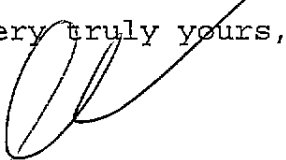
Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and return one copy to my office.

I am enclosing my check for \$70.00 covering:

\$35.00 Filing Fee

35.00 Certificate Designating Registered Agent.

Very truly yours,


CHARLES J. GOLDMAN
CJG/csg
Enclosures

P. Hall

OCT 13 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE OF INCORPORATION
OF
CRS MANAGEMENT CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, hereby establish myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: CRS MANAGEMENT CORP.

ARTICLE II - PURPOSE

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of 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 one time is FIVE HUNDRED (500) SHARES having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV - CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - DURATION

The corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The initial street address of the corporation's principal office is: 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069.

ARTICLE VII - MANAGEMENT BY SHAREHOLDERS

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to Chapter 607 of the Florida Statutes.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (4) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the Director is: Leonard Rubino, 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069.

ARTICLE IX - SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber are:

LEONARD RUBINO, STEPHEN F. RUBINO
CHRISTOPHER RUBINO and MARJORIE RUBINO
2075 N. Powerline Road, Suite M
Pompano Beach, Florida 33069

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time by: (1) unanimous written consent of the shareholders; (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XI - REGISTERED AGENT

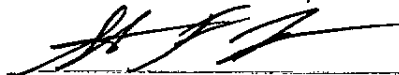
The name and address of the Registered Agent is:

CHARLES J. GOLDMAN, P.A.
601 South Federal Highway
Hollywood, Florida 33020

IN WITNESS WHEREOF, we, the undersigned subscribers of this Corporation, have executed these Articles of Incorporation at Hollywood, Broward County, Florida, on this 7 day of October 1998.



LEONARD RUBINO, Subscriber



STEPHEN F. RUBINO

Christopher Rubino

CHRISTOPHER RUBINO

Marjorie Rubino

MARJORIE RUBINO

STATE OF FLORIDA)

) SS:

COUNTY OF BROWARD)

BEFORE ME, this 7th day of October, 1998, personally appeared LEONARD RUBINO, STEPHEN F. RUBINO, CHRISTOPHER RUBINO, and MARJORIE RUBINO, who are personally known to me or who have produced _____ as identification and are the persons described in the foregoing Articles of Incorporation of CRS MANAGEMENT CORP. and they acknowledged before me that they executed the same for the purposes therein expressed.



MARY E. KOVACH
COMMISSION # CC 664386
EXPIRES JUL 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Mary E. Kovach

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires: July 16, 2001

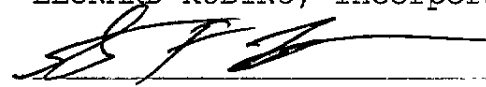
CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

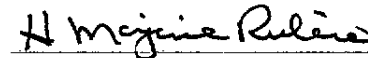
FIRST that CRS MANAGEMENT CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2075 N. Powerline Road, Suite M, Pompano Beach, Florida 33069, has named Charles J. Goldman, P.A., located at 601 South Federal Highway, Hollywood, Florida 33020 as its agent to accept service of process within Florida.

Dated: 10/7/98


LEONARD RUBINO, Incorporator

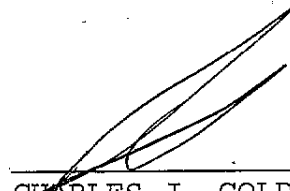

STEPHEN F. RUBINO


CHRISTOPHER RUBINO


MARJORIE RUBINO

Having been named to accept service of process for the above named 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

performance of my duties.



CHARLES J. GOLDMAN, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA