

Kenneth W. McCoy, P.A.
Accounting Firm

15150 N.W. 79th Court
Suite 195
Miami Lakes, Florida 33016
Phone: (305) 362-1841

P980000 88173

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

RE: BROKEN GLASS CEILING, INC.


000002664240--5
-10/15/98--01022--009
****122.50 ****78.75

Dear Sir/Madam:

Enclosed please find two (2) executed copies of Articles of Incorporation for BROKEN GLASS CEILING, INC. together with a check for one hundred twenty two 50/100 dollars (\$122.50).

Thank you for your prompt attention to this matter.

Sincerely,


Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P. A.
15150 N.W. 79 Court, Suite 195
Miami Lakes, FL 33016
(305) 362-1841

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 15 AM 11:21

B. BROCK OCT 15 1998

ARTICLES OF INCORPORATION

OF

BROKEN GLASS CEILING, INC.

ARTICLE I - NAME & ADDRESS

THE NAME AND ADDRESS OF THE CORPORATION SHALL BE:

BROKEN GLASS CEILING, INC.

19120 N.W. 6TH. COURT.
MIAMI, FL 33169

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS
DISSOLVED ACCORDING TO LAW AND ITS EXISTENCE UPON FILING DATE.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING
ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1000)
SHARES OF FIFTY CENTS (\$0.50), PAR VALUE, COMMON STOCK WHICH SHALL BE
DESIGNATED "COMMON SHARES".

ARTICLE V - POWER OF SHAREHOLDERS

THERE SHALL BE NO BOARD OF DIRECTORS AND ALL AFFAIRS NORMALLY
CONDUCTED BY A BOARD OF DIRECTORS SHALL BE CONDUCTED BY THE
SHAREHOLDERS. THE SHAREHOLDERS SHALL HAVE THE SAME POWER AND
AUTHORITY AS THAT OF A BOARD OF DIRECTORS.

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ARTICLE VI - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY THE OFFICERS AND SHAREHOLDERS OF THE CORPORATION TO THE FULLEST EXTENT AUTHORIZED BY SECTION 607.014, FLORIDA STATUTES. FOR THE PURPOSE OF INTERPRETING THIS ARTICLE AND THE AFOREMENTIONED FLORIDA STATUTE, THE SHAREHOLDER SHALL BE CONSIDERED A DIRECTOR WHEN THE ACTION TAKEN BY HIM FOR WHICH INDEMNIFICATION IS SOUGHT IS ACTION TRADITIONALLY CONDUCTED BY A DIRECTOR.

ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

DEMETRES WRIGHT
19120 N.W. 6TH. COURT
MIAMI, FL 33169

ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

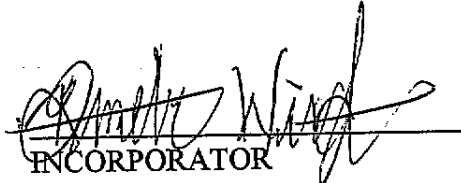
THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

19120 N.W. 6TH. COURT
MIAMI, FL 33169

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

DEMETRES WRIGHT

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR, HAS
EXECUTED THESE ARTICLES OF INCORPORATION, ON THIS 7 DAY
OF October 1998.


INCORPORATOR

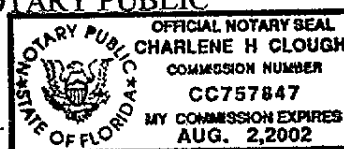
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, A NOTARY PUBLIC,
AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET
FORTH HEREIN ABOVE, PERSONALLY APPEARED DEMETRES WRIGHT, WHO
PRODUCED THE FOLLOWING FLORIDA DRIVER'S LICENSE NUMBER W423-161-73-084-0
_____, KNOWN TO BE AND KNOWN BY ME TO BE THE PERSON WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION OF BROKEN GLASS
CEILING, INC., AND HE/ SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY
SEAL IN THE STATE AND COUNTY AFORESAID, ON THIS 07th DAY
OF October 1998.

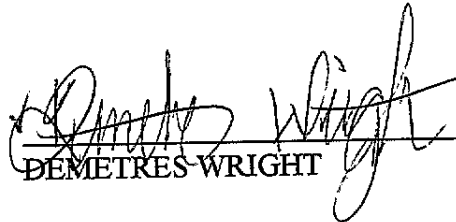

NOTARY PUBLIC



REGISTERED AGENT CERTIFICATE

THE UNDERSIGNED HEREBY ACCEPTS THE OFFICE OF REGISTERED AGENT
FOR BROKEN GLASS CEILING, INC., AND AGREES TO ACCEPT SERVICE OF
PROCESS FOR SAID CORPORATION AT THE PLACE DESIGNATED IN ITS ARTICLES
OF INCORPORATION AS ITS PRINCIPAL PLACE OF BUSINESS AND TO ACT IN SAID
CAPACITY IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

DATED, AT MIAMI, DADE COUNTY, FLORIDA, ON THIS 7 DAY
OF October 1998.



DEMETRES WRIGHT

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SECRETARY OF STATE
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