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Date 10/08/98

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

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*****122.50 *****78.75

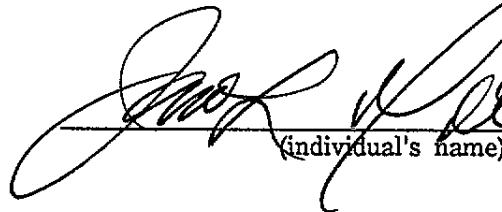
Re Consolidated Equity Enterprises Inc., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

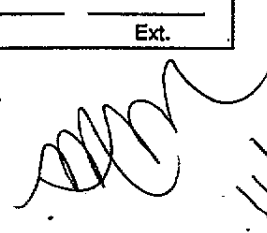
Very truly yours,


(individual's name)

Consolidated Equity Enterprises Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
220 Lock Road		
Deerfield Beach, Fl. 33442		
PHONE		
(561)	367-8940	
Area Code	Number	Ext.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


11/16/98

ARTICLES OF INCORPORATION

of
Consolidated Equity Enterprises Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: Consolidated Equity Enterprises Inc.
220 Lock Road
Deerfield Beach, Fl. 33442

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	James L. Donohue
ADDRESS	220 Lock Road
CITY	Deerfield Beach FLORIDA ZIP 33442

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

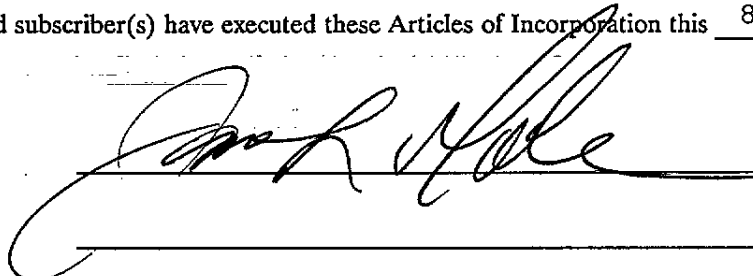
NAME	James L. Donohue
ADDRESS	220 Lock Road
CITY	Deerfield Beach STATE Florida ZIP 33442
NAME	
ADDRESS	
CITY	STATE ZIP
NAME	
ADDRESS	
CITY	STATE ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	James L. Donohue		
ADDRESS	220 Lock Road		
CITY	Deerfield Beach	STATE	Florida
		ZIP	33442
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 8th day of October, 1998.



(Seal)

(Seal)

(Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Consolidated Equity Enterprises Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 220 Lock Road

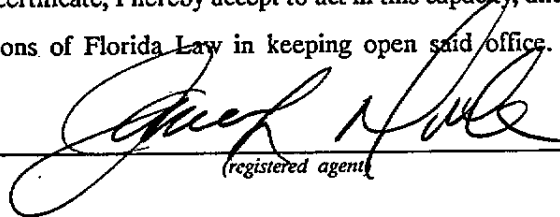
Deerfield Beach, Fl. 33442

has named James L. Donohue

located at the aforesaid address; as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at
the place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of Florida Law in keeping open said office.


(registered agent)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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