

JANUARY 4, 1999

Secretary of State
Corporation Division
State of Florida
PO Box 6327
Tallahassee, FL 32314

RE: MESNICK & GARFIELD, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with
a copy of said articles for MESNICK & GARFIELD, INC.
and our check in the amount of \$122.50 as follows:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	35.00

	\$122.50

Respectively submitted,

Mary E. Dorak (Mary E. Dorak)
ACCOUNTANT FOR MESNICK & GARFIELD, INC.

000002733490--3
-01/07/99--01076--002
*****122.50 *****78.75

1446 NW 2ND AVE
STE 105
BOCA RATON, FL 33432

99 JAN -7 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

TA-1/8/99

EFFECTIVE DATE
1/4/99

ARTICLES OF INCORPORATION
OF

MESNICK & GARFIELD, INC.

We, the undersigned Incorporator and Subscriber, Being natural persons competent to contract, hereby organize and incorporate under the laws of the State of Florida, by and under the provisions of the Statutes of said State of Florida.

ARTICLE I

The name of this corporation shall be:

MESNICK & GARFIELD, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is SEVENTY-FIVE HUNDRED (7500) shares of common stock, having a par value of ONE DOLLAR (1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE HUNDRED (100.00) Dollars.

ARTICLE V

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

C/O COMPUKEEPER 1446 NW 2ND AVE #105

BOCA RATON, FL 33432

ARTICLE VII

The number of Directors of this corporation shall be at least ONE (1) and no more than FIVE (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

RICHARD MESNICK 1051 HILLSBORO MILE HILLSBORO MILE, FL 33062

EDWARD GARFIELD 1051 HILLSBORO MILE HILLSBORO MILE, FL 33062

ARTICLE IX

The name and street address of the persons signing these Articles of Incorporation as subscriber is as follows:

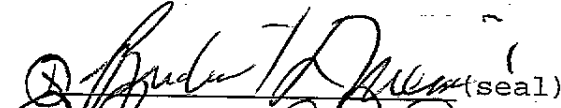
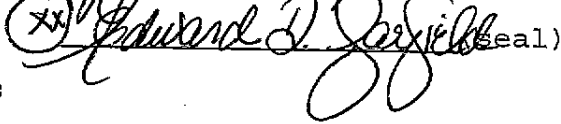
RICHARD MESNICK 1051 HILLSBORO MILE HILLSBORO MILE, FL 33062

EDWARD GARFIELD 1051 HILLSBORO MILE HILLSBORO MILE, FL 33062

ARTICLE X

The corporate existance of this corporation shall begin on JANUARY 4, 1999.

IN WITNESS WHEREOF, the undersigned, RICHARD MESNICK & EDWARD GARFIELD being a natural persons, competent to contract, has hereunto set my hand and seal this 4TH day of JANUARY 1999.

 (seal)
 (seal)

STATE OF FLORIDA) ss
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared RICHARD MESNICK and EDWARD GARFIELD to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal this 4TH DAY OF JANUARY 1999.


Notary Public, State of Florida
My commission expires:



Mary E. Dorak
MY COMMISSION # CC735745 EXPIRES
May 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

First: That MESNICK & GARFIELD, INC. desiring to
organize under the Laws of the State of Florida with its
principal offices as indicated in the Articles of Incorporation,
in the City of BOCA RATON, County of PALM BEACH,
State of Florida, has named EDWARD GARFIELD, located at
C/O COMPUKEEPER 1446 NW 2ND AVE #105 BOCA RATON, FL 33432, as its
agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services 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 said Act relative to keeping
open said office.

BY: *XY*

Edward D. Garfield
Resident agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA