



BRUCE H. FREEDMAN, P.A.

Dade (305) 651-0075 Broward (954) 920-9119 Fax (305) 651-5979

Bruce H. Freedman, P.A.
Board Certified - Civil Trial
Richard L. Proctor, Of Counsel
Arthur Drotzer, Of Counsel
Susan W. Freedman, R.N.
Paralegal

99000000204

January 6, 1999

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*****70.00 *****70.00

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

Re: B.L.Y. Consulting, Inc.

Dear Sir:

Enclosed please find the articles of incorporation and one copy for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I am not requesting a certified copy.

Please forward in the enclosed envelope.

Very truly yours,

BRUCE H. FREEDMAN
BHF:rjw
enclosure

FILED
99 JAN -8 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAN 12 1999
[Handwritten initials]

ARTICLES OF INCORPORATION

B.L.Y. CONSULTING, INC.

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation is B.L.Y. Consulting, Inc. and its principal place of business is located at 331 E. Atlantic Avenue, Delray Beach, Florida 33483.

ARTICLE II - DURATION

This corporation shall commence its existence upon receipt of these Articles by the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock of one class only with a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

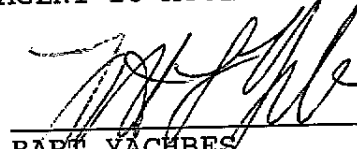
The street address of the initial registered office of this corporation is 190 N.E. 199th Street, Suite 204, North Miami Beach, Florida 33179, and the name of the initial registered agent of this corporation at that address is Bruce H. Freedman.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA

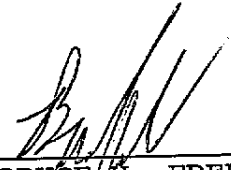
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE
WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT B.L.Y. CONSULTING, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF DELRAY BEACH, STATE OF FLORIDA, HAS
NAMED BRUCE H. FREEDMAN, LOCATED AT 190 N.E. 199TH STREET, SUITE
204, NORTH MIAMI BEACH, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


BART YACHBES

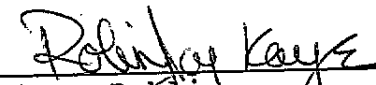
DATE: 1-5-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED 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 AND
COMPLETE PERFORMANCE OF MY DUTIES.

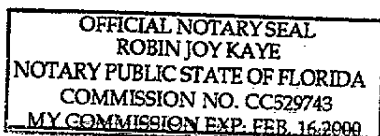
By: 
BRUCE H. FREEDMAN

DATE: 1-5-99

SWORN TO AND SUBSCRIBED before me this 5 day of January
1999.


Notary Public
State of Florida at Large

My commission expires:



99 JAN - 8 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the directors of this corporation are:

Bart Yachbes
331 E. Atlantic Avenue
Delray Beach, Florida 33483

Bonnie Yachbes
331 E. Atlantic Avenue
Delray Beach, Florida 33483

The name and address of the person signing these Articles is:

Bart Yachbes
331 E. Atlantic Avenue
Delray Beach, Florida 33483

ARTICLE VII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5th day of January, 1999.


BART YACHBES

STATE OF FLORIDA)
) SS:
COUNTY OF Broward)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Bart Yachbes to me well known and known to be the person who executed the foregoing Articles of Incorporation of B.L.Y. Consulting, Inc., and he acknowledged that he signed and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said County and State, this 5th day of January, 1999.

Robin Joy Kaye
NOTARY PUBLIC, State of
Florida at Large

My commission expires:

