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in Office of
BARRY L. CLAYTON

FILED

99 FEB 12 AM 10:58

TELEPHONE
(561) 686-6339

SUITE 700, THE FORUM
1675 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FACSIMILE
(561) 686-5615

January 6, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002733141--1
-01/07/99--01051--005
****122.50 *****78.75

Re: *of BCL*
Lola, Inc.
Articles of Incorporation
File No. 137.004

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed please find a check for the sum of sum of \$122.50 in full payment of the filing (\$35.00), registered agent (\$35.00) and certified copy (\$52.50) fees. Please return a certified copy of the Articles of Incorporation to me in the enclosed self-addressed stamped envelope.

Thank you in advance for your anticipated cooperation.

Sincerely,


Barry L. Clayton

BLC/gb
Enclosures
cc: Lola, Inc.

W99-477
W99-1021
JAN 7 1999
P. Hall
FEB 12 1999
3



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 28, 1999

BARRY L. CLAYTON, ESQ.
1675 PALM BEACH LAKES BLVD, SUITE 700
WEST PALM BEACH, FL 33401

SUBJECT: OLA, INC.
Ref. Number: W99000001621

We have received your document for OLA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00002948

Law Offices of
BARRY L. CLAYTON

TELEPHONE
(561) 686-6339

SUITE 700, THE FORUM
1675 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401

FACSIMILE
(561) 686-5615

February 9, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Pamela Hall

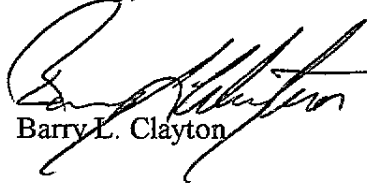
Re: Lola of Boca, Inc.
Articles of Incorporation
File No. 137.004

Dear Ms. Hall:

Enclosed please find a copy of your letter to me and the original and one copy of the new Articles of Incorporation for the above referenced corporation. Please return a certified copy of the Articles of Incorporation to me in the enclosed self-addressed stamped envelope.

Thank you in advance for your prompt attention to this matter.

Sincerely,



Barry L. Clayton

BLC/gb
Enclosures
cc: Lola of Boca, Inc.

**ARTICLES OF INCORPORATION
OF
LOLA OF BOCA, INC.**

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Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Lola of Boca, Inc. (the "Corporation").
2. The principal office of the Corporation is 7040 W. Palmetto Park Road, Suite 534, Boca Raton, Florida 33433.
3. The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.
4. The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) shares of Common Stock, par value \$.01 per share.
5. The street address of the initial registered office of this Corporation is 1675 Palm Beach Lakes Blvd., Suite 700, West Palm Beach, Florida 33401 and the name of the initial registered agent of this Corporation at that address is Barry L. Clayton.
6. The name and address of the person signing these Articles of Incorporation as incorporator is Barry L. Clayton.


Dated: February 9, 1999


BARRY L. CLAYTON
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Lola of Boca, Inc., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: February 9, 1999



BARRY L. CLAYTON
Registered Agent

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99 FEB 12 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA