

P99 000019724

CALVIN R. PARIS
601 NW 12th Street
Delray Beach, FL 33444
(561) 243-0153

February 25, 1999

To the Secretary of State
Florida Department of State
Division of Corporations


400002773834--9
-02/12/99--01053--009
*****78.75 *****78.75

Re: PARIS MANAGEMENT, INC.
Consent To Act As Registered Agent

Dear Sir/Madam:

I hereby formally advise you that I am familiar with and accept the duties and responsibilities as Registered Agent for PARIS MANAGEMENT, INC.

Sincerely yours,



Calvin R. Paris, President

FILED
99 MAR -2 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T.A. - 3/3/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 1999

CAL PARIS
601 NW 12TH ST
DELRAY BEACH, FL 33444-2972

SUBJECT: PARIS MANAGEMENT, INC.
Ref. Number: W99000003784

We have received your document for PARIS MANAGEMENT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 999A00006684

FILED
99 MAR -2 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PARIS MANAGEMENT, INC.

The undersigned, both being a natural person and at least eighteen (18) years of age, for the purpose of associating himself as incorporators and organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions of and subject to the requirements of the Florida Business Corporations Act and Acts amendatory thereof and supplemental thereto, hereby certifies that:

FIRST: The name of the corporation is PARIS MANAGEMENT, INC. (hereinafter referred to as "the Corporation").

SECOND: The Corporation shall have perpetual existence.

THIRD: The nature of the business and the purpose to be conducted and promoted by the Corporation are to engage in any lawful act or activity for which Corporations may be organized under the Florida Business Corporations Act. In furtherance of its corporate purposes, the Corporation shall have all the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporations Act.

FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 1,000 common shares, with a par value of One Dollar (\$1.00) per share.

FIFTH: The name and mailing address of the incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Calvin R. Paris	601 N.W. 12th Street Del Ray Beach, Florida 33444

SIXTH: The post office address of the principal office of the corporation in the State of Florida is 601 N.W. 12th Street, Del Ray Beach, Florida 33444.

SEVENTH: The name and post office address of the resident agent of the Corporation is Calvin R. Paris who resides at 601 N.W. 12th Street, Del Ray Beach, Florida 33444.

EIGHTH: For the Management of the business and for the conduct of the affairs of the Corporation, and in further definition, limitation and regulation of the powers of the class thereof, as the case may be, it is further provided that:

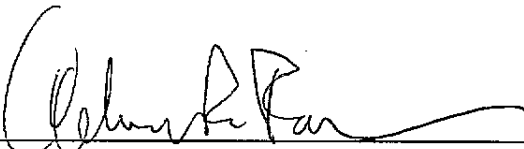
1. The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors which shall constitute the Full Board of Directors may be increased or decreased by, or in the manner provided, in the By-Laws.

2. The initial Board of Directors shall consist of one director. The number of directors may be increased or decreased, but not below one, by the affirmative vote of the authorized and outstanding shares entitled to vote. The initial director, who shall serve as director until his successor(s) are elected and appointed to, and qualified for office is Calvin R. Paris, who resides at 601 N.W. 12th Street, Del Ray Beach, Florida 33444.

NINTH: From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and the other provisions authorized by the laws of the Florida Business Corporations Act at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article Ninth.

TENTH: The effective time of the Articles of Incorporation of the Corporation, and the time when the existence of the Corporation shall commence, shall be when the Articles of Incorporation are filed with the Secretary of State.

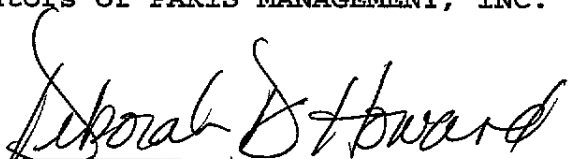
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and executed these Articles of Incorporation on the 4th day of February 1999.



Calvin R. Paris (SEAL)

State of: Florida)
County of: Palm Beach) ss

This is to certify that on the 4th day of February 1999, before me, the subscriber, a Notary Public, personally appeared Calvin R. Paris, who satisfactorily proved to be the persons whose names are subscribed to within the above instrument, and acknowledged that they executed the same as incorporators of PARIS MANAGEMENT, INC.



NOTARY PUBLIC

My commission expires: _____



DEBORAH D HOWARD
My Commission CC474809
Expires Jul. 22, 1999
Bonded by HAI
800-422-1555

CALVIN R. PARIS
601 NW 12th Street
Delray Beach, FL 33444
(561) 243-0153

February 25, 1999

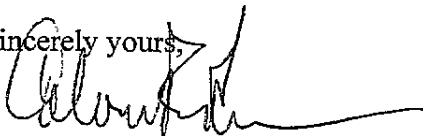
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Calvin R. Paris, President

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