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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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99 APR -5 AM 7:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

EMBREY GROUP, INC.

R. CHESLER APR 6 1999

Certificate of Status	0
Certified Copy	1
Page Count	04
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ARTICLES OF INCORPORATION
OF
Embrey Group, Inc.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, COMPETENT AS AN INCORPORATOR PURSUANT TO THE PROVISIONS OF SECTION 607.0201 FLORIDA STATUTES, DESIRING TO FORM A CORPORATION, PURSUANT TO CHAPTER 607, FLORIDA GENERAL CORPORATION ACT, AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DOES HEREBY CERTIFY AS FOLLOWS:

ARTICLE I. NAME

The name of the corporation shall be:

Embrey Group, Inc.

and the principal place of business is:

200 SE 7th Street
Dania Beach, FL 33004

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time shall be Five Hundred shares of common stock having a par value of \$1.00 per share. There shall be only one class of shares.

Prepared By:
Martin Scheinkman
18 NE 2nd Avenue
Dania Beach, FL 33004
Phone#(954)-920-6173

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TALLAHASSEE, FLORIDA

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ARTICLE V. STATED CAPITAL & INITIAL STOCK SUBSCRIPTION

The amount of capital with which the Corporation shall commence business shall not be less than \$500.00. The initial incorporators are shown below:

NAME OF INCORPORATORS	ADDRESS
Hans Embrey	200 SE 7th Street
Donna Embrey	Dania Beach, FL 33004

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 200 SE 7th Street, Dania, FL 33004 and the name of corporation's initial registered agent at that address is Hans Embrey.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one.

The name and street address of the two initial directors are:

Hans Embrey
200 SE 7th Street
Dania Beach, FL 33004; and

Donna Embrey
200 SE 7th Street
Dania Beach, FL 33004

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Hans Embrey
200 SE 7th Street
Dania Beach, FL 33004

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous written consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE XII. OFFICERS

The officers of this Corporation shall consist of a President, Vice President, Secretary, and a Treasurer, each of who shall be elected by the Board of Directors in the manner and at the time prescribed in the By-laws of this Corporation. Such other officers and assistant officers and agents as may be deemed necessary, may be elected or appointed by the Board of Director or chosen in such other manner as may be prescribed by the By-Laws. Any two or more officers may be held by the same person.

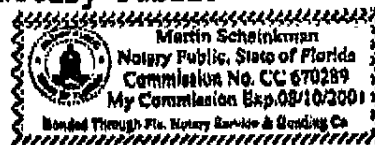
IN WITNESS WHEREOF, I have hereunto set my hand and seal and the undersigned incorporator has executed these Articles of Incorporation this 30 day of March, 1999.

Hans Embrey
Hans Embrey, Incorporator

State of Florida
County of Broward

I hereby certify that on this 30 day of March, 1999, the foregoing Articles of Incorporation were acknowledged before me by Hans Embrey, who is personally known to me or who produced the following identification:

Martin Scheinkman
Notary Public




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Certificate designating place of business or domicile for the service of process within this state, naming agent upon which process may be served

Pursuant to section 607.0501, Florida Statutes, the following is submitted in compliance with said section:

First; that Embrey Group, Inc. desiring to organize under the laws of the state of Florida with its principal office, as indicated in the articles of incorporation at 200 SE 7th Street, Dania Beach, FL 33004 as its agent to accept service of process within this state.

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


Hans Embrey
Registered Agent

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