



THE UNITED STATES
CORPORATION
COMPANY

P99000048490

99 MAY 25 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 252466 10770A

AUTHORIZATION :

COST LIMIT : \$ 70

Patricia Pizant

ORDER DATE : May 25, 1999

ORDER TIME : 1:01 PM

ORDER NO. : 252466-005

CUSTOMER NO: 10770A

CUSTOMER: Reed McClosky, Esq
FREEDMAN & MCCLOSKEY P.A.
FREEDMAN & MCCLOSKEY P.A.
Suite 700
1 East Broward Boulevard
Ft. Lauderdale, FL 33301

7000002886127--9

DOMESTIC FILING

NAME: ASCM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

PH 5/27/99 ✓

RECEIVED
99 MAY 25 PM 1:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W99-12184



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 25, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: ASCM, INC.
Ref. Number: W99000012184

RESUBMIT

Please give original
mission date as file date.

RESUBMIT

Please backdate to 5-25-99.

We have received your document for ASCM, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following: *Thanks.*

The registered agent and street address must be consistent wherever it appears in your document.

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

Pamela Hall
Document Specialist

Letter Number: 499A00028817

RECEIVED
99 MAY 27 PM 12:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ASCM, INC.

FILED
99 MAY 25 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

ASCM, Inc.
7788 N.W. 44th Street
Sunrise, FL 33351

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

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

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Freedman & McClosky, P.A.
One East Broward Blvd. Ste 700
Ft. Lauderdale, FL 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be one (3), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The name and address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
Alan Majzner	7788 N.W. 44th Street Sunrise, FL 33351
Stephanie Majzner	7788 N.W. 44th Street Sunrise, FL 33351
Claudio LaRocco	7788 N.W. 44th Street Sunrise, FL 33351

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Alan Majzner	President
Claudio LaRocco	Vice President
Stephanie Majzner	Secretary

ARTICLE VIII

The name and address of the incorporator is:

Reed B. McClosky
Freedman & McClosky, P.A
One East Broward Boulevard
Suite 700
Ft. Lauderdale, FL 33301

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

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

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 24th day of

May 1999.



Reed B. McClosky
Incorporator


STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

 The foregoing instrument was acknowledged before me this 24th day of May, 1999, by Reed B. McClosky, who is

personally known to me or who has produced _____ as
identification and who did (did not) take an oath.


NOTARY PUBLIC

My Commission Expires:


FARIDA J. MAJOR

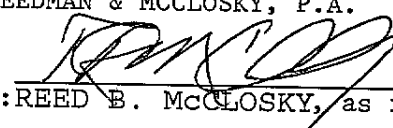


ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of **ASCM, Inc.**, and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

FREEDMAN & MCCLOSKY, P.A.

Date: May 24, 1999


by: REED B. MCCLOSKY, as its agent

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FILED
99 MAY 25 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA