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Law Offices of Donald R. Spadaro, P.A.

Attorney at Law

1000 SOUTH FEDERAL HIGHWAY

SUITE 103

FORT LAUDERDALE, FLORIDA 33316

OF COUNCIL
JEFFREY E. FEILER

TELEPHONE
(954) 763-5504

June 17, 1999

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
6-17-99

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-06/18/99--01081--013

*****78.75 *****78.75

Re: HOLLYWOOD TOWERS, INC.

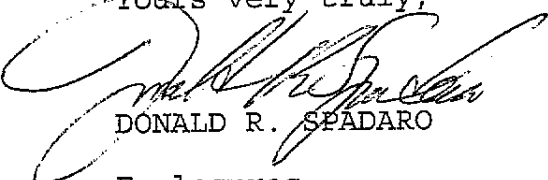
Dear Gentlemen:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation of the above-referenced corporation for filing purposes.

In addition, please find enclosed a check in the amount of \$78.75 as and for the cost of filing the Articles of Incorporation. Please file said corporation, and forward a certified copy of the Articles to me at your earliest convenience.

Should you have any questions, please do not hesitate to contact me accordingly.

Yours very truly,


DONALD R. SPADARO

Enclosures

FILED
99 JUN 18 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. BROCK JUN 22 1999

EFFECTIVE DATE
6.17-99

ARTICLES OF INCORPORATION

OF

HOLLYWOOD TOWERS, INC.

FILED
99 JUN 18 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is formed under the laws of the State of Florida, pursuant to Section 607, Florida Statutes, providing for the formation, liability, rights, privileges, and immunities of corporations for profit.

ARTICLE ONE

The name of this corporation is HOLLYWOOD TOWERS, INC.

ARTICLE TWO

The mailing address of the principal place of business of this corporation is 1014 South State Road #7, Hollywood, Florida 33023.

ARTICLE THREE

The maximum number of shares of common stock with \$1.00 par value that this corporation is authorized to have outstanding at any one time is 100 shares.

The amounts and description of other than -0- par value common voting stock which the corporation is authorized to have outstanding is NONE.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes or at the organization meeting.

All of the aforementioned stock is to be issued as fully paid for and exempt from assessment.

Property, labor or services may also be purchased or paid for

with the capital stock at a just valuation of said property, labor or services to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such amount of the capital stock as the directors may decide.

ARTICLE FOUR

The name and address of the initial registered agent of this corporation is ROSS TRUDEAU, 1014 South State Road #7, Hollywood, Florida 33023.

Accepted: 

ARTICLE FIVE

The number of directors of this corporation shall not be less than one (1). The number of directors may be increased from time to time by the by-laws. The name(s) and address(es) of the initial director(s) of this corporation is (are): Ross Trudeau, 1014 South State Road #7, Hollywood, Florida 33023, President; and Henry Kelley, Sr., 1014 South State Road #7, Hollywood, Florida 33023, Vice President.

ARTICLE SIX

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

ARTICLE SEVEN

This corporation is organized for the following purposes:

1. For the purpose of transacting any or all lawful business.

ARTICLE EIGHT

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

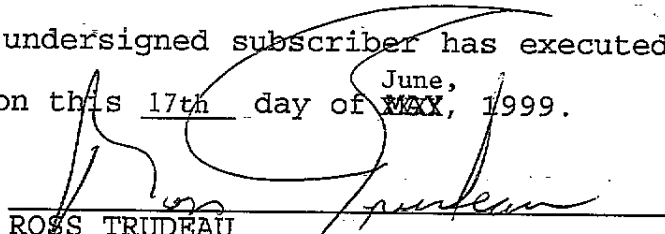
ARTICLE NINE

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

ARTICLE TEN

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of ^{June,} ~~MAY~~, 1999.


ROSS TRUDEAU

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this
17th day of JUNE, 1999.

State of Florida)
) ss
County of Broward)

The foregoing instrument was acknowledged before me this 17th
day of JUNE, 1999, by ROSS TRUDEAU, who is personally known to me
to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed those
Articles of Incorporation, as the Incorporator, or who has produced
_____, as identification and who did take an oath.

Witness my hand and official seal in the County and State
aforesaid this 17th day of JUNE, 1999.


NOTARY PUBLIC

My Commission Expires:



Kristen Trudeau
MY COMMISSION # CC534182 EXPIRES
February 20, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

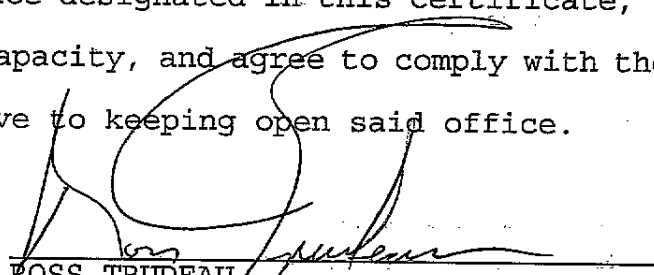
CERTIFICATE OF DESIGNATION
NAMING AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

First - That HOLLYWOOD TOWERS, INC., desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation at the City of Hollywood, Broward County, State of Florida has named ROSS TRUDEAU, located at 1014 South State Road #7, Hollywood, Florida 33023, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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


ROSS TRUDEAU
Registered Agent

FILED
99 JUN 18 AM 9:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA