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FRANCIS D. O'CONNOR

TERRENCE P. O'CONNOR
MICHAEL E. O'CONNOR
GUS H. CARRATT

PM000057280

June 17, 1999

Secretary of State
P.O. Box 6327
Tallahassee, FL 32301

200002912752--7
-06/23/99-01015-012
***131.25 ***87.50

Re: Annual Reports 2000, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above mentioned entity.

I have also enclosed a check in the amount of \$131.25, inclusive of \$122.50 for the filing fee and \$8.75 for certification to keep the company in good standing all year.

Very truly yours,

MORGAN, CARRATT AND O'CONNOR, P.A.

By


Gus H. Carratt

GHC: mef
Enclosures

FILED
99 JUN 23 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 6/24/99

ARTICLES OF INCORPORATION OF

ANNUAL REPORTS 2000, INC.

The undersigned does hereby form a corporation under the laws of the State of Florida by and under the provisions of the Statutes of said State, providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

99 JUN 23 11:11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I

The name of the corporation shall be **ANNUAL REPORTS 2000, INC.**, and its mailing address is 1040 Bayview Drive, #520, Ft. Lauderdale, FL 33304.

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. All of the shares of capital stock of the corporation are to be issued fully paid and non-assessable.

The holders of the common stock of the corporation shall have no pre-emptive rights as such holders to acquire any shares of stock or securities of any class that may at any time be issued by the corporation.

ARTICLE IV

The street address of the initial registered office of the corporation in the State of Florida until same is changed by authority and direction of the board of directors shall

be as follows: 2601 East Oakland Park Boulevard, Suite 500, Ft. Lauderdale, FL 33306.

The initial registered agent is **GUS H. CARRATT, ESQUIRE.**

ARTICLE V

The name and post office address of the incorporator to these Articles of Incorporation is as follows:

| <u>Name</u> | <u>Address</u> |
|----------------------|--|
| GUS H. CARRATT, ESQ. | Morgan, Carratt & O'Connor 2601 E. OAKLAND PARK BLVD., #500 FT. LAUDERDALE, FL 33306 |

ARTICLE VI

The capital stock of this corporation may be paid for in money, property, labor or services, at a just valuation to be fixed by the board of directors. Stock in other corporations, or interests in other businesses, may be purchased by the corporation in return for the issuance of its capital stock, and the in return for the issuance of its capital stock, and the number of shares of stock of the corporation to be given as consideration for the stock of other corporations or interests in other businesses shall be determined by the board of directors of the corporation at a just valuation.

ARTICLE VII

The stockholders of the corporation are authorized to enter into agreements among themselves limiting the transferability and assignability of their shares of stock of the corporation, and/or conferring upon each other pre-emptive rights of purchase of stock owned by them in the corporation as a condition precedent to the sale of their

shares of stock, and any such agreement of which the corporation has notice shall be recognized and observed by the directors, officers and agents of the corporation.

ARTICLE VIII

The initial by-laws shall be adopted by the board of directors. The power to alter, amend, or repeal the by-laws or to adopt new by-laws shall be vested in the board of directors. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with these Articles of Incorporation.

ARTICLE IX

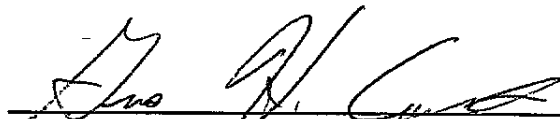
At a special meeting of the shareholders expressly called for that purpose, any director or the entire board of directors may be removed with or without cause by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

ARTICLE X

The corporation reserves the right from time to time to amend, alter, or repeal any provision in the Articles of Incorporation in any manner now or hereafter permitted by any applicable statute.

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

June, 1999.


Gus H. Carratt, Esq.

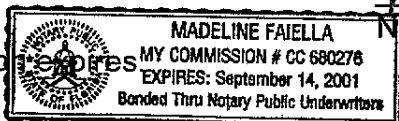
STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared **GUS H. CARRATT, ESQ.**, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Form of identification: _____;
An oath was (was not) taken.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 17 day of JUNE, 1999.

My commission expires



Notary public

MADELINE FAIELLA

ACCEPTANCE BY REGISTERED AGENT

I am familiar with, and accept, the duties and responsibilities as registered agent for the above corporation.

Gus H. Carratt
GUS H. CARRATT, ESQ.

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TALLAHASSEE, FLORIDA