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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 800002915518--3 -06/25/99--01048--016 ******78.75 ******78.75

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(F		name - must include suffix) SECRETARY OF SEE, FLED opy of the articles of incorporation and a checking seem of the articles of the			
for: \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 \$131.25 Filing Fee Filing Fee, & Certified Copy & Certificate Additional Copy Required			
FROM:	Andrew I				
	Name (printed or typed) 1761 W. Hillsboro Blvd. Suite 103 Address Deerfield Beach, Fl. 33441				
	C	ity, State & Zip			
	954-574- Daytim e	e Telephone number			
	,	F. CHESSON JUL 1 5 1999.			

F. CHESSER

JUN 2 8 1999

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 29, 1999

ANDREW FORTNEY 1761 W HILLSBORO BLVD STE 103 DEERFIELD BEACH, FL 33441

We have received your document for A.F. HOLDINGS, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 299A00034288

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Fortney Holdings, Inc.

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SECRETARY OF STATE
SECRETARY OF STATE

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1761 W. Hillsboro Blvd. Suite 103 Deerfield Beach, Fl. 33441

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

Andrew Fortney 1761 W. Hillsboro Blvd. Suite 103 Deerfield Beach, F1. 33441

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Andrew Fortney 5235 Majorca Club Drive Boca Raton, F1. 33487

The unc	dersigned in	corporator(s) has(have) e	executed these	e Articles of	Incorporation	this			
24	_ day of _	June		, 19 <u>_99</u>	•					-
(An add	itional artic	ele must be a	dded if an eff	ective date is	requested.)				an and the	
	<u>-</u>			Signature			#			10 10 10 10 10 10 10 10 10 10 10 10 10 1
	-			Signature			-		usa.	-
	-			Signature			 .	-	-	

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is: Fortn	Fortney Holdings, Inc.			
2.	The name and address of the registered agen	at and office is:			
	Andrew Fortney	(NAME) TACS	J 99		
	1761 W. Hillsboro (P.O. Box or Mail Dr		10 -8 -b		
	Deerfield Beach, F	F1. 33441 F1. 33441 F1. TOP BOX NOT ACCEPTABLE) F1. 33441 F1. 33441 F1. 33441 F1. 33441	PM 1: 56	د.	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

June 24, 1999
(SIGNATURE) (DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314