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FILED  
99 JUL 28 PM 12: 07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 27, 1999

FLORIDA DEPARTMENT OF STATE  
409 EAST GAINES STREET  
TALLAHASSEE, FLORIDA 32399

000002944270--4  
-07/28/99-01074--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: ADDY, INC.

Dear Sir:

Enclosed please find our check in the amount of \$87.50 for the following:

1. Filing fee new corporation.	\$70.00
2. Certificate	8.75
3. Certificate of Status	8.75
Total	\$87.50

I am also enclosing an stamped self addressed express mail envelope.

Thank you for your prompt attention in this matter.

Sincerely,

LAW OFFICES OF CHARLES F. ATWOOD III

By

CHARLES F. ATWOOD III

CFA:meb  
Enclosure

14495

CHARLES ATWOOD GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ARTICLE I  
DATE 8-3-99  
DOC. EXAM

LAW OFFICES OF CHARLES F. ATWOOD III

SUITE 102, MCCORMICK BUILDING  
111 SOUTHWEST THIRD STREET  
MIAMI, FLORIDA 33130-1995  
CHARLES F. ATWOOD III

TELEPHONE  
(305) 373-8995

TELEFAX  
(305) 371-3055

C. GALLMON-CASE AUG 03 1999

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ARTICLES OF INCORPORATION

OF  
ADDY, INC.

\* \* \* \* \*

ARTICLE I

The name of the corporation is: ADDY, INC.  
111 S.W. 3rd Street, Suite 102 Miami, FL 33130

ARTICLE II - -  
NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding, at any one time, an aggregate of ONE HUNDRED (100) shares of one class of Stock, have and par value of ONE DOLLAR (\$1.00) per share; the consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV  
PREEMPTIVE RIGHTS

All shareholders of this Corporation shall be vested with full preemptive rights.

ARTICLE V  
INITIAL REGISTERED AGENT  
AND INITIAL REGISTERED OFFICE

The street address of the Corporation's initial registered office and the name of the initial registered agent at such address is;

CHARLES F. ATWOOD III  
111 S.W. 3rd Street, Suite 102  
Miami, Florida 33130-1995  
Telephone: (305)-373-8995  
Telefax: (305)-371-3055

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ACKNOWLEDGMENT AND CONSENT  
OF REGISTERED AGENT

Having been named the initial Registered Agent to accept service of process on the Corporation, at the initial registered office designated in the Articles of Incorporation, I HEREBY ACCEPT such status and consent to act in this capacity and agree to comply with any and all requirements pertaining thereto.

DATED this 20th day of July, 1999.

  
CHARLES F. ATWOOD III  
INITIAL REGISTERED AGENT

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ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is ONE (1).

ARTICLE VII

The name and address of the initial Board of Directors is:

CHARLES F. ATWOOD III	111 S.W. 3rd Street Suite 102 Miami, Florida 33130-1995
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ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:


CHARLES F. ATWOOD III  
111 S.W. 3rd Street, Suite 102  
Miami, Florida 33130-1995

  
CHARLES F. ATWOOD III  
INCORPORATOR

STATE OF FLORIDA       )  
COUNTY OF MIAMI-DADE ) SS:

BEFORE ME, the undersigned authority, this day personally appeared CHARLES F. ATWOOD III, to me well known, who, after being duly sworn and cautioned and who is known to be the person described in and who executed and subscribed to the foregoing ARTICLES OF INCORPORATION, has acknowledged before me that he executed and subscribed to same, for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 20th day of July, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires **SANDRA E. STEWART**  
My Commission No. **MY COMMISSION # CC 590987**  
PERSONALLY KNOWN TO ME **EXPIRES: November 1, 2000**  
Notary Public Underwriters