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ESTABLISHED 1972

600 NORTHEAST 3RD AVENUE
FORT LAUDERDALE, FLORIDA 33304
PLEASE REPLY TO:
POST OFFICE BOX 14004
FORT LAUDERDALE, FLORIDA 33302

WRITER'S E-MAIL ADDRESS:
fcw@bellsouth.net

November 19, 1999

Secretary of State
Division of Corporations
409 East Gaines St.
Tallahassee FL 32399

3000003052739-0
-11/12/99-01/33-009
*****78.75 *****78.75

Re: ASPIRATIONS UNLIMITED, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the corporation listed above. Please file the original of the Articles and return a certified copy of same to this office. Also enclosed please find a check in the amount of \$78.75 payable to the Secretary of State as follows:

Filing Fee-	\$ 35.00
Certified Copy -	8.75
Registered Agent Designation -	35.00

Total \$ 78.75

4000003054694-5
-11/29/99-01016-001
*****78.75 *****78.75

Thank you for your immediate attention to this matter.

Very truly yours,



FRANK C. WALKER

FCW/lam
Encl.

FILED
99 NOV 24 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. VARNADORE NOV 26 1999

ARTICLES OF INCORPORATION
OF
ASPIRATIONS UNLIMITED, INC.

FILED
99 NOV 24 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

CORPORATE NAME

The name of this corporation is: **ASPIRATIONS UNLIMITED, INC.**

ARTICLE TWO

DURATION

The term of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 500, all of which shall be common shares with a par value of ONE (\$1.00) DOLLAR.

ARTICLE FIVE

REGISTERED OFFICE

The street address and the mailing address of the initial office and principal office of the Corporation is 213 S.E. 5th Street, Dania Beach, Florida 33004, and the name of the initial Registered Agent is **PASQUALE V. SERAFINO**.

ARTICLE SIX

DIRECTOR

The corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time as

provided by the By-Laws.

ARTICLE SEVEN

INCORPORATORS AND SUBSCRIBERS

The name and address of the Incorporators and subscribers are:

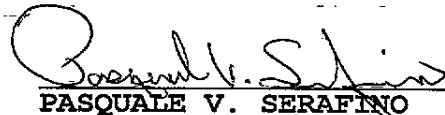
PASQUALE V. SERAFINO
213 S.E. 5th Street
Dania Beach, Florida 33004

ARTICLE EIGHT

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 19th day of November, 1999.


PASQUALE V. SERAFINO

STATE OF FLORIDA)

) SS

COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me this ____ day of November, 1999, by PASQUALE V. SERAFINO who is personally known to me.

NOTARY PUBLIC

(SEAL)

Typed/printed name of Notary

My Commission Expires:

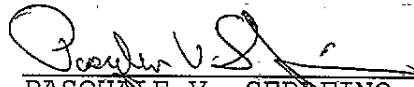
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OR PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

Pursuant to Sections, 48.091, Florida Statutes, the following is submitted in compliance therewith:

That **ASPIRATIONS UNLIMITED, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the City of Ft. Lauderdale, County of Broward, State of Florida, has named **PASQUALE V. SERAFINO** of 213 S.E. 5th Street, Dania Beach, Florida 33004, as its agent to receive service of process within this State.

ACKNOWLEDGMENT AND CONSENT

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


PASQUALE V. SERAFINO

FILED
99 NOV 24 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA