

D99000105092

November 29, 1999

Karl M. Sidman
2050 SW 52 Way
Plantation, Florida 33317

Department of State
Division Of Corporations
PO Box 6327
Tallahassee, Florida 32314

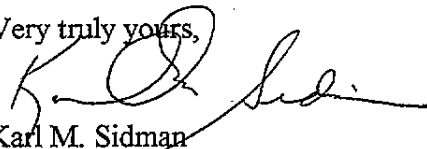
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Dear Sirs:

Enclosed please find a check for \$78.75. This covers the fees for incorporating, registered agent, and certified copy of the incorporation of Salco Enterprises, Inc. Please return the certified copy to me at 2050 SW 52 Way, Plantation, Florida 33317 at your earliest convenience.

Very truly yours,


Karl M. Sidman

D. BROWN DEC - 6 1999

ARTICLES OF INCORPORATION
OF
SALCO ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is SALCO ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is 19210 East Oakmont Drive, Miami, Florida 33015. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII. DIRECTORS

This corporation shall have not less than one director.

ARTICLE VIII. INITIAL DIRECTORS

The names, titles, and addresses of the first Board of Directors are:

Sheldon Shapiro, President, 19210 East Oakmont Drive, Miami, Florida 33015
Judith Shapiro, Secretary, 19210 East Oakmont Drive, Miami, Florida 33015
Serge Cote, Vice President, 2480 Hammondville Road #12, Pompano Beach, Florida 33069
Nancy Cote, Vice President, 2480 Hammondville Road #12, Pompano Beach, Florida 33069

These officers and directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX. SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are:

Sheldon Shapiro, 19210 East Oakmont Drive, Miami, Florida 33015
Judith Shapiro, 19210 East Oakmont Drive, Miami, Florida 33015
Serge Cote, 2480 Hammondville Road #12, Pompano Beach, Florida 33069
Nancy Cote, 2480 Hammondville Road #12, Pompano Beach, Florida 33069

ARTICLE X. REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent is Sheldon Shapiro, located at 19210 East Oakmont Drive, Miami, Florida 33015.

ARTICLE XI. AMENDMENT

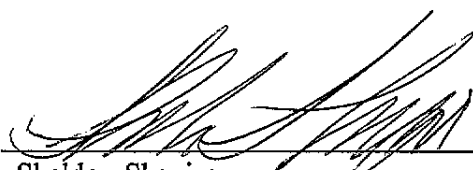
These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the Stockholders entitled to vote thereon

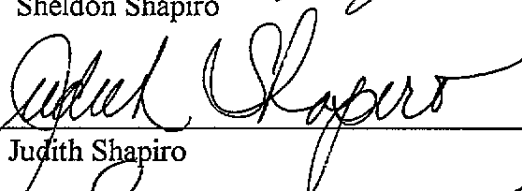
ARTICLE XII.

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the corporation, or any of them shall be open to inspection of the Stockholders, and no Stockholder shall have the right to inspect any account or document of the corporation except as permitted by statute, or Board of Directors, or by resolution of the Stockholders.

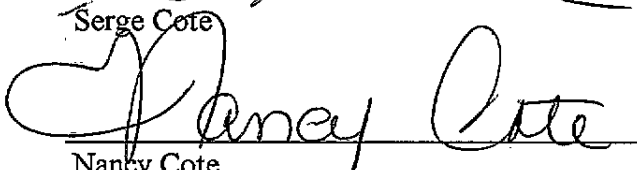
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of

Incorporation, at this first day of December, 1999 for the uses and purposes aforesaid.


Sheldon Shapiro


Judith Shapiro


Serge Cote

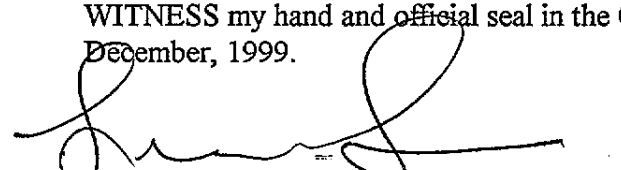

Nancy Cote

STATE OF FLORIDA
COUNTY OF BROWARD

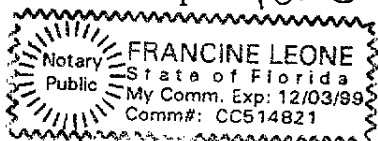
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

to me known to be the persons who subscribed to the foregoing Articles of Incorporation, and acknowledged before me that they did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth this first day of December, 1999.


Notary Public

My Commission Expires: 12-3-99



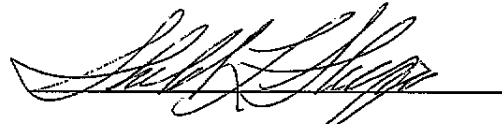
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING A PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING AN AGENT
UPON WHO PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST - THAT *SALCO ENTERPRISES, INC.*

desiring to organize or qualify under the Laws of the State of Florida, with its principal place of
business at the City of Miami , State of Florida, has named Sheldon Shapiro , located at 19210
East Oakmont Drive , as its agent to accept service of process within Florida.



TITLE: PRESIDENT

DATE: November 1, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.



DATE: November 1, 1999

OFFICIAL NOTARY SEAL
VIVIAN M MORAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC589436
MY COMMISSION EXP. OCT. 11, 2000