

GILMAN + CIOGIA

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3300 PGA Boulevard
Palm Beach Gardens, FL 33410
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January 14, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32301

300004793733--6
-01/24/02--01021--002
*****70.00 *****70.00

Re: ADAM'S ENTERPRISES, INC.


Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned client. Also enclosed is a check in the amount of \$70.00 to cover the cost of filing.

If you have any questions, please do not hesitate to give me a call.

Thank you for your prompt attention to this matter.

Sincerely,


Jay B. Fischer
Accountant

Encl.

202-2728

FILED
02 MAR 22 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FL 32304

3/25



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 30, 2002

JAY B. FISCHER
3300 PGA BLVD
PALM BEACH GARDENS, FL 33410

SUBJECT: ADAM'S ENTERPRISES, INC.
Ref. Number: W02000002726

We have received your document for ADAM'S ENTERPRISES, INC. and your check(s) totaling \$70.00. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 002A00005681

ARTICLES OF INCORPORATION

OF

ADAM'S ENTERPRISES OF PALM BEACH, INC.

ARTICLE I

NAME

The name of this corporation is ADAM'S ENTERPRISES OF PALM BEACH, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and 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 ONE THOUSAND (1,000) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 22 AM 9:49

FILED

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 1539 Barbarie Lane, West Palm Beach, FL 33417, and the name of the initial registered agent at this address is Paul Adam Francois.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Paul Adam Francois

1539 Barbarie Lane
West Palm Beach, FL 33417

ARTICLE IX

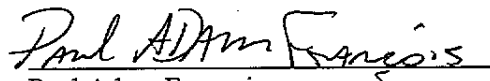
INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Paul Adam Francois

1539 Barbarie Lane
West Palm Beach, FL 33417

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 10th day of November, 2001..


Paul Adam Francois

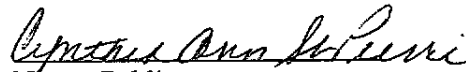
STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, Paul Adam Francois personally appeared, known by me to be the person who executed these article of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 10th day of December, 2001.

{SEAL}


Notary Public



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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST— ADAM'S ENTERPRISES OF PALM BEACH, INC.
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE PLACE OF BUSINESS AT THE CITY OF WEST PALM BEACH PALM BEACH COUNTY, STATE OF FLORIDA, HAS NAMED PAUL ADAM FRANCOIS, AT 1539 BARBARIE LANE WEST PALM BEACH, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN FLORIDA.

SIGNED Paul Adam Francois

TITLE PRESIDENT

DATE DECEMBER 10, 2001

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

SIGNED Paul Adam Francois
Paul Adam Francois
Resident Agent

DATE December 10, 2001

FILED
02 MAR 22 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA