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TALLAHASSEE, FL 32301

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96 JAN 12 10 2:13

DIVISION OF INCORPORATION

ACCOUNT NO. : 072100000432

REFERENCE : 799309 10303A

AUTHORIZATION :

Handwritten signature: Patricia Pzyts

COST LIMIT : \$ 122.50

ORDER DATE : January 11, 1996

ORDER TIME : 10:53 AM

ORDER NO. : 799309

100001688861

CUSTOMER NO: 10303A

CUSTOMER: Stephen Beiner, Esq
STEPHEN BEINER, ESQ

2000 Glades Road

Boca Raton, FL 33431

DOMESTIC FILING

NAME: NEW ENGLAND CRAFTSMAN, INC.

FILED
96 JAN 12 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS: T. BROWN JAN 16 1996

FILED
96 JAN 12 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NEW ENGLAND CRAFTSMAN, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEW ENGLAND CRAFTSMAN, INC.

The address of the principal office of this corporation shall be 3798 Northwest 2nd Court, Boca Raton, Florida 33431, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Francis J. Franko	3798 Northwest 2nd Court
Dir./Pres./Sec./Treas.	Boca Raton, Florida 33431

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on January 12, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
to transact business in this State, having a business office
identical with the registered office of the corporation named
above, and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

GMC/cmh

1201 HAYS STREET
SUITE 100
TALLAHASSEE, FL 32301
904 224-4100
904 224-4101 FAX

P96000004430

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96 JAN 22 PM 3:20
DIVISION OF CORPORATION



ACCOUNT NO. : 072100000032
REFERENCE : 799309 10303A
AUTHORIZATION : Patricia Pizzuto
COST LIMIT : \$ 35.00

ORDER DATE : January 11, 1996

ORDER TIME : 12:36 PM

ORDER NO. : 799309

CUSTOMER NO: 10303A

600001695196

CUSTOMER: Stephen Beiner, Esq
Stephen Beiner, Esq
2000 Glades Road

Boca Raton, FL 33431

DOMESTIC AMENDMENT FILING

NAME: NEW ENGLAND CRAFTSMAN, INC.

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JEANINE PREZEAU

EXAMINER'S INITIALS: _____

FILED
96 JAN 22 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME Change

1/23/96

DC

FILED
26 JUN 22 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
NEW ENGLAND CRAFTSMAN, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

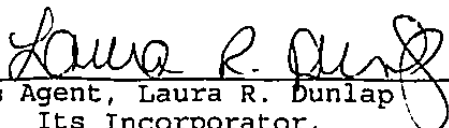
NEW ENGLAND CRAFTSMEN, INC.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 22nd day
of January, 1996.

Corporation Service Company


Its Agent, Laura R. Dunlap
BY: Its Incorporator,