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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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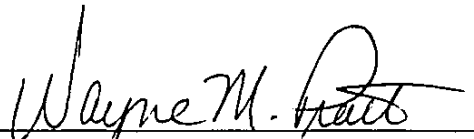
SUBJECT: CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

Gentlemen:

Enclosed please find an original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,


WAYNE M. PRATT

FROM: CAPITAL BUILDERS OF SOUTH FLORIDA, INC.
3213-A MERIDIAN WAY NORTH
PALM BEACH GARDENS, FL 33410
(561) 625-3624

FILED
97 MAR -3 11:03:33
TALLAHASSEE, FLORIDA

3/10/97
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ARTICLES OF INCORPORATION

of

CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation, natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

3213-A MERIDIAN WAY NORTH

PALM BEACH GARDENS, FL 33410

ARTICLE III - DURATION

The corporation shall commence its existence on the date of execution of these Articles and its existence shall be perpetual unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes and to do such things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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TALLAHASSEE

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class of Common Stock, which shall be designated "Common Shares" and shall be a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the Initial Registered Agent of this Corporation is:

WAYNE M. PRATT
3213-A MERIDIAN WAY NORTH
PALM BEACH GARDENS, FL 33410

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

WAYNE M. PRATT
3213-A MERIDIAN WAY NORTH
PALM BEACH GARDENS, FL 33410

ARTICLE VIII - INCORPORATOR(S)

The names and addresses of the incorporator signing these Articles of Incorporation is as follows:

WAYNE M. PRATT
3213-A MERIDIAN WAY NORTH
PALM BEACH GARDENS, FL 33410

ARTICLE IX - INDEMNIFICATION

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been an officer or director of the corporation, whether or not he or she is an officer or director at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE X - BY-LAWS

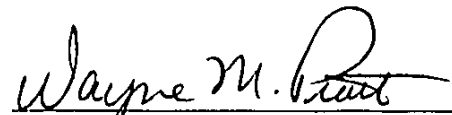
The Board of Directors and the Shareholders are both vested with the power to adopt, alter, amend or repeal by-laws.

ARTICLE XI - AMENDMENTS

These Article of incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

28th day of February, 1997


WAYNE M. PRATT, PRESIDENT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
OF
CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

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1997

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

CAPITAL BUILDERS OF SOUTH FLORIDA, INC.

2. The name and address of the registered agent and office is:

WAYNE M. PRATT
3213-A MERIDIAN WAY NORTH
PALM BEACH GARDENS, FL 33410

Signature: Wayne M. Pratt
WAYNE M. PRATT

Title: PRESIDENT

Date: 2/28/97

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: Wayne M. Pratt
WAYNE M. PRATT

Date: 2/28/97