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OFFICES OF
RICHARD C. BAGDASARIAN, P.A.
A part of Bagdasarian & Briggs, an interstate partnership

RICHARD C. BAGDASARIAN
Board Certified
Civil Trial Lawyer

CERTIFIED MEDIATOR

REPLY TO: Comerica Bank Building, Suite 302
1800 Corporate Boulevard, N.W.
Boca Raton, Florida 33431
Telephone (561) 998-7808
FAX (561) 241-3226

R. DAVID BRIGGS
Licensed in Ohio only

OHIO OFFICE
4367 State Road
Akron, Ohio 44319
Telephone (330) 644-7922
FAX (330) 645-1970

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

000002732410--2
-01/06/99-01090-003
*****78.75 *****78.75

Re: CLM Properties, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, for filing by the Department of State in accordance with the Florida General Corporation Act.

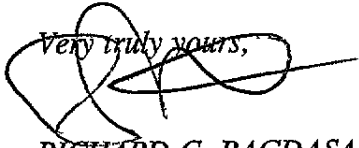
You will also find enclosed a check payable to the Department of State in the amount of \$78.75 to cover the following:

Filing Fee for Articles	\$ 35.00
Certified Copy Fee	\$ 8.75
Registered Agent Fee	\$ 35.00
Total	\$ 78.75

The certified copy of the Articles should be mailed to the undersigned at the above address

Thank you for your cooperation in this matter.

Very truly yours,


RICHARD C. BAGDASARIAN

RCB/kd
Encs.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CLM PROPERTIES, INC.

ARTICLE I. NAME

The name of the corporation shall be:

CLM PROPERTIES, INC.

The principal place of business of this corporation shall be:

23257 Lago Mar Circle, Boca Raton, Florida 33433

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 at .10 cents par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 1800 Corporate Blvd., N.W., Suite 302, Boca Raton, Florida 33431, the name of the initial registered agent of the Corporation at that address is Richard C. Bagdasarian, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors can be changed from time to time in accordance with the By-Laws. The name and street address of the initial members of the Board of Directors are:

Frank R. Marino
23257 Lago Mar Circle
Boca Raton, Florida 33433

J. David Craddock
6914 141st Lane
Palm Beach Gardens, Florida 33418

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the corporation, or until their successors are elected or appointed are:

Frank R. Marino-Vice President
23257 Lago Mar Circle
Boca Raton, Florida 33433

J. David Craddock-President
6914 141st Lane
Palm Beach Gardens, Florida 33418

ARTICLE VIII

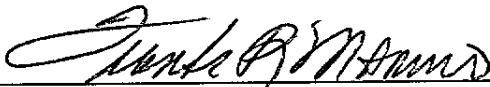
The name and street address of the person signing these Articles of Incorporation is:

Frank R. Marino
23257 Lago Mar Circle
Boca Raton, Florida 33433

ARTICLE IX. 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 stockholders' 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 has hereunto set his hand and seal on this 4 day of January, 1999.

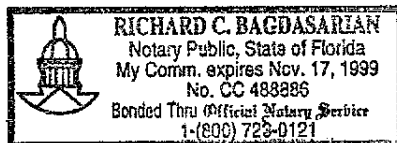

FRANK R. MARINO, Incorporator

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 4 day of January, 1999, by Frank R. Marino, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.


NOTARY PUBLIC, State of Florida

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CLM PROPERTIES, INC., at the place designated in the Articles of Incorporation, Richard C. Bagdasarian, Esquire, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

Dated this 4 day of January, 1999.



RICHARD C. BAGDASARIAN

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