P99000036833

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 208233 7146103

AUTHORIZATION : Patricia Piggott

COST LIMIT : $ 70.00

ORDER DATE : April 16, 1999

ORDER TIME : 10:33 AM

ORDER NO. : 208233-005

CUSTOMER NO: 7146103

CUSTOMER: Mr. Richard Halpern
MR. RICHARD HALPERN
MR. RICHARD HALPERN
3501 Bonita Bay Boulevard

Bonita Springs, FL 34134

FILED
99 APR 22 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: THE PRINCE GROUP, INC.

900002847839--5

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED
99 APR 22 PM 1:46
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

4/22/99

FILED
99 APR 22 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE PRINCE GROUP, 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:

THE PRINCE GROUP, INC.

The address of the principal office of this corporation shall be 28733 Megan Drive, Bonita Springs, Florida 34135, 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 28733 Megan Drive, Bonita Springs, Florida 34135, and the name of the initial registered agent of the corporation at that address is Richard Halpern.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Anne Prince Halpern Director	28733 Megan Drive Bonita Springs, Florida 34135
Richard Alan Halpern Director	28733 Megan Drive Bonita Springs, Florida 34135

ARTICLE VII. INCORPORATOR

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

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on April 22, 1999.

Karen B. Rozar

Its Agent, Karen B. Rozar

rwm

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

Richard Halpern, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

THE PRINCE GROUP, INC.

Richard Halpern is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: ______________________

Typed Name: Richard Halpern

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TALLAHASSEE, FLORIDA