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ACCOUNT NO. : 072100000032

REFERENCE : 681753 82475A

AUTHORIZATION : *Robert Reynolds*

COST LIMIT : \$ 78.75

ORDER DATE : May 1, 2000

ORDER TIME : 4:13 PM

ORDER NO. : 681753-005

100003234211--4

CUSTOMER NO: 82475A

CUSTOMER: Robert Abraham, Esq
ROBERT ABRAHAM, P.A.
ROBERT ABRAHAM, P.A.
347 South Ridgewood Avenue

Daytona Beach, FL 32114

DOMESTIC FILING

NAME: CL&B HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -1 PM 5:25

RECEIVED
00 MAY -1 PM 4:46
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

C L & B HOLDINGS, INC.
A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY -1 PM 5:25

ARTICLE 1
NAME

The name of this corporation is C L & B Holdings, Inc.

ARTICLE 2
TERM OF EXISTENCE

The term of existence of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of these articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3
PURPOSE

The purpose for which this corporation is organized is to engage in any or all lawful business or businesses.

ARTICLE 4
PRINCIPAL OFFICE

The address of the principal office or mailing address of this corporation is 771 Hunt Club Trail, Port Orange, Florida 32127.

ARTICLE 5
CAPITAL STOCK

The number of shares of stock this corporation is authorized to issue is 1,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE 6
REGISTERED OFFICE; REGISTERED AGENT

The street address of this corporation's initial registered office is 347 South Ridgewood, Daytona Beach, Florida 32114 and the name of its initial registered agent at that office is Robert Abraham.

ARTICLE 7
DIRECTORS

The number of the directors constituting the initial board of directors are two and the names and addresses of the persons who will initially serve as members thereof are as follows:

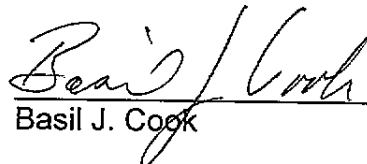
<u>Name</u>	<u>Address</u>
Basil J. Cook	771 Hunt Club Trail Port Orange, Florida 32127
Laura Cook	771 Hunt Club Trail Port Orange, Florida 32127

ARTICLE 8
INCORPORATORS

The name and address of the incorporator of this corporation are as follows:

Basil J. Cook
771 Hunt Club Trail
Port Orange, Florida 32127

The undersigned incorporators have executed these articles of incorporation this 27th day of April, 2000.


Basil J. Cook

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

00 MAY -1 PM 5: 25

Pursuant to the provisions of Sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the corporation is: C L & B Holdings, Inc.
2. The name and address of the registered agent and office are:

Robert Abraham
347 S. Ridgewood Avenue
Daytona Beach, Florida 32114


Dated April 27, 2000.


Basil J. Cook

STATEMENT OF ACCEPTANCE

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated April 27, 2000.


Robert Abraham