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TRANSMITTAL LETTER

FILED
00 AUG 14 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: PALM BEACH CARPENTERS JOINT HOLDING COMPANY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

800003355838--0
-08/15/00--01004--005
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: ROBERT A. SUGARMAN, ESQUIRE
Name (Printed or typed)

2801 Ponce deLeon Boulevard, Ste. 750
Address

Coral Gables, Florida 33134
City, State & Zip

(305) 529-2801
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621.F.S. (Profit)

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ARTICLE I NAME

The name of the corporation shall be:

Palm Beach Carpenters Joint Holding Company, Inc.

ARTICLE II PRINCIPAL OFFICE

1810 Old Okeechobee Road
West Palm Beach, Florida 33409

ARTICLE III SHARES

The maximum number of shares this Corporation is authorized to issue is One Thousand, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV REGISTERED AGENT

ROBERT A. SUGARMAN, ESQUIRE
Sugarman & Susskind, P.A.
2801 Ponce de Leon Boulevard
Suite 750
Coral Gables, Florida 33134

ARTICLE V INCORPORATOR

The **name and address** of the Incorporator is:

DAN SEIDEL
1810 Old Okeechobee Road
West Palm Beach, Florida 33409

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Robert A. Saperman

Signature/Registered Agent

8 Aug 2000

Date

David T. Bell

Signature/Incorporator

9 Aug 2000

Date

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TALLAHASSEE, FLORIDA