

JANUARY 22, 2001

Secretary of State
Corporation Division
State of Florida
PO Box 6327
Tallahassee, FL 32314

RE: RYAN J. HOLMES, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with
a copy of said articles for the above mentioned Corporation,
and our check in the amount of \$122.50 as follows:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	35.00

	\$122.50

EFFECTIVE DATE

01-22-01

Please return copy to my office at 1446 NW 2nd Ave. #105, Boca
Raton, FL 33432

Respectively submitted,

Mary E. Dorak
ACCOUNTANT FOR

RYAN J. HOLMES, INC.

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****122.50 ****87.50

JP 25-01

ARTICLES OF INCORPORATION

OF

RYAN J. HOLMES, INC.

FILED
01 JAN 24 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator and Subscriber, Being natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida, by and under the provisions of the Statutes of said State of Florida.

ARTICLE I

The name of this corporation shall be:

RYAN J. HOLMES, INC.

EFFECTIVE DATE

01-22-01

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is SEVENTY-FIVE HUNDRED (7500) shares of common stock, having a par value of ONE (1.00) Dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE HUNDRED (100.00) Dollars.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The intial street address of the principal office of the corporation shall be:

RYAN J. HOLMES INC. C/O COMPUKEEPER 1446 NW 2ND AVE #105 BOCA RATON, FL 33432

ARTICLE VII

The number of Directors of this corporation shall be at least ONE (1) and no more than FIVE (5).

ARTICLE VIII

The names and street addresses of the member of the first Board of Directors of this Corporation are as follows:

RYAN HOLMES C/O COMPUKEEPER 1446 NW 2ND AVE #105 BOCA RATON, FL 33432

ARTICLE IX

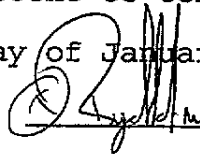
The name and street address of the person signing these Articles of Incorporation as subscriber is as follows:

RYAN HOLMES C/O COMPUKEEPER 1446 NW 2ND AVE #105 BOCA RATON, FL 33432

ARTICLE X

The corporate existance of this corporation shall begin on JANUARY 22, 2001.


IN WITNESS WHEREOF, the undersigned, Ryan Holmes ,
being a natural person, competent to contract, has hereunto set
my hand and seal this 22nd day of January 2001.

 (seal)

STATE OF FLORIDA) ss
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned Notary Public of the State of
Florida personally appeared Ryan Holmes, to me well
known and known to me to be the individual described in and
who executed the foregoing Articles of Incorporation, and they
acknowledged before me that they executed the same freely and
voluntarily for the purpose therein expressed.

Witness my hand and official seal this 22nd day of
January, 2001.


Notary Public, State of Florida
My commission expires:



Mary E. Dorak
MY COMMISSION # CC735745 EXPIRES
May 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:
First: RYAN HOMES INC. desiring to
organize under the Laws of the State of Florida with its
principal offices as indicated in the Articles of Incorporation,
in the City of Boca Raton , County of Palm Beach ,
State of Florida, has named Ryan Holmes , located at
C/O COMPUKEEPER 1446 NW 2ND AVE #105, BOCA RATON, FL 33432 , as
its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the
above stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Act relative to keeping
open said office.

BY: 
Resident agent

FILED
01 JAN 24 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA