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(CORPORATE NAME & DOCUMENT #)

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44

ARTICLES OF INCORPORATION
OF
BALBER ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE I – NAME

The name of this Corporation is BALBER ENTERPRISES, INC.

ARTICLE II – DURATION

The Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

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

ARTICLE IV – CAPITAL STOCK

The stock of this corporation consist of 1 class, namely

1. Class A stock consisting of 1,000 shares of voting stock, each having \$1.00 par value.

The principal place of business for this corporation shall be:

1865 NE 124TH Street
North Miami, FL 33162

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

Leland J. Balber
1865 NE 124TH Street
North Miami, FL 33162

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Leland J. Balber
1865 NE 124TH Street
North Miami, FL 33162

Elizabeth C. Balber
1865 NE 124TH Street
North Miami, FL 33162

Zachary E. Balber
1865 NE 124TH Street
North Miami, FL 33162

ARTICLE VII – BY – LAWS

The By-laws of this Corporation may be adopted, altered, amended or repealed by either the Class A stockholders or the Directors.

ARTICLE VIII – INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – INCORPORATOR

The name and address of the person signing these Articles is

Leland J. Balber
1865 NE 124TH Street
North Miami, FL 33162

ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with Florida law.

In witness whereof, the undersigned has executed these Articles of Incorporation this 2nd Day of February 2001.


LELAND BALBER

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF IT DUTIES.

DATED, THIS 2ND DAY OF FEBRUARY, 2001

LELAND BALBER

BY 
LELAND BALBER

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TALLAHASSEE FLORIDA

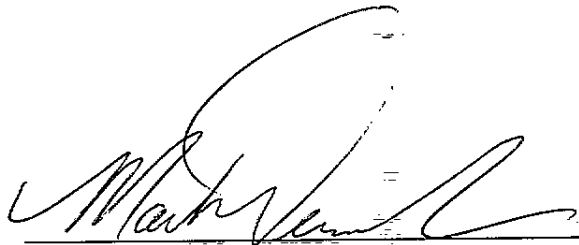
STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared LELAND BALBER known to me and known by me to be the person who, as INCORPORATOR, executed the foregoing Articles of Incorporation for BALBER ENTERPRISES, INC. and he acknowledged before me that he executed those Articles of Incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of February 2001.


NOTARY PUBLIC, STATE OF FLORIDA,
AT LARGE

My Commission Expires:

 MARK FERNANDES
COMMISSION # CC 631079
EXPIRES MAY 5, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.