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Corporation Guarantee and Trust Company

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February 2, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: CSFB SOLUTIONS INC.

700003719137--9
-02/19/01--01135--021
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed you will find Articles of Incorporation of the above company for filing with your office, together with Certificate of Designation and our \$78.75 check to cover filing fee and one (1) certified copy.

Please send your usual acknowledgment and certified copy to this office when the filing process has been completed.

Should you require anything further, please don't hesitate to contact our office.

Cordially yours,

Joseph J. Collopy
Vice-President

JJC/mag

Enclosures

FILED
01 FEB 19 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

74 2/20/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

CSFB SOLUTIONS INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CSFB SOLUTIONS INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

690 West Clearbrook Circle, Delray Beach, Florida 33445

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 Shares Without Nominal or Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Edwin F. Blanton, 825 Thomasville Road, Tallahassee, FL 32303

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Patricia L. Marciniak 474 Old Bridge Turnpike, South River, NJ 08882

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

30th day of January, ~~19~~ 2001

Signature

Patricia L. Marciniak

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

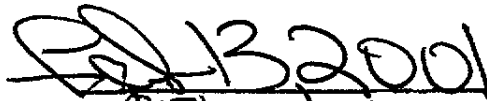
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CSFB SOLUTIONS INC.
2. The name and address of the registered agent and office is:

Edwin F. Blanton
(NAME)
825 Thomasville Road
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
Tallahassee, FL 32303
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)


(DATE)