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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(321) 726-3900
FACSIMILE (321) 255-3141

April 19, 2001

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-04/23/01--01149--015
****157.50 ****78.75

Re: JM Holdings of Brevard, Inc.
PWB Holdings, Inc.

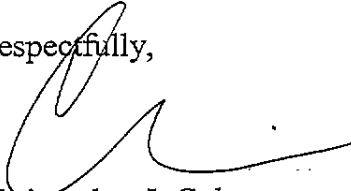
Dear Sir or Madam:

In connection with the above-referenced corporation, enclosed please find the following:

- Original and one (1) copy of the Articles of Incorporation for the corporation of JM Holdings of Brevard, Inc.
- Original and one (1) copy of the Articles of Incorporation for the corporation of PWB Holdings, Inc.

Also enclosed is the filing fee of \$157.50 made payable to the Secretary of State. Please file the above documents upon receipt and send us the certificate via regular mail. Thank you for your assistance in this regard, and please contact me immediately if you require any additional information.

Respectfully,


Christopher J. Coleman
Enclosures

CB4-14

ARTICLES OF INCORPORATION

OF

PWB HOLDINGS, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of this corporation is PWB HOLDINGS, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1329 Bedford Drive, Suite 1, Melbourne, Florida 32940, and the name of the initial registered agent of this corporation at that address is Christopher J. Coleman.

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher J. Coleman	1329 Bedford Drive, Suite 1 Melbourne, Florida 32940

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

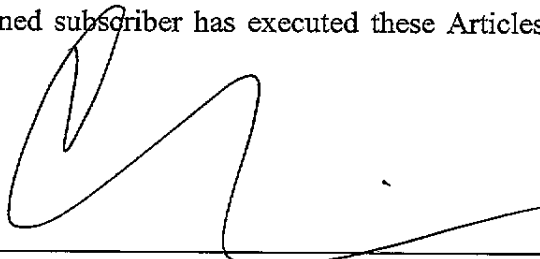
ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be 1698-B West Hibiscus Boulevard, Building K, Melbourne, Florida 32901.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of April 2001.



CHRISTOPHER J. COLEMAN, INCORPORATOR

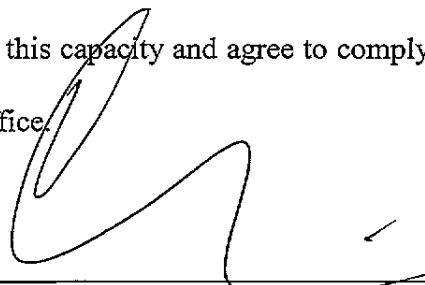
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that PWB HOLDINGS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, State of Florida, has named Christopher J. Coleman, Esquire located at 1329 Bedford Drive, Suite 1, Melbourne, Florida 32940, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service 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.



CHRISTOPHER J. COLEMAN, Esquire

Dated this 18th day of April, 2001.

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TALLAHASSEE, FLORIDA