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PLEASE REPLY TO

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(850) 681-0980

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OF COUNSEL

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SANDRA S. HARRIS

NOT MEMBERS OF FLA BAR

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MICHAEL H. JOHNSON
DEBORAH F. RUGG
MELISSA NEGRON
DEBORAH SUSAN PLATZ
ALLEN A. WOLINSKY
JONATHAN A. YELLIN

June 26, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

300004448009--4
-06/27/01--01067--006
*****70.00 *****70.00

RE: Installation and Display, Inc.

Dear Sir:

Enclosed is the original and copy of Articles of Incorporation for filing the above referenced corporation. I have also included my check number 1365 in the sum of \$70.00 to cover the filing fee cost.

A self addressed stamped envelope is provided for the return of the incorporation certificate and stamped copy of the Articles.

Should you need any other information, please do not hesitate to contact me.

Very truly yours,

Deborah Fischer Rugg
Debroah Fischer Rugg

FILED
01 JUN 27 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DFR/..

Encl.

F:\CLIENT\1066\01-14332\LETTER\DEPTCORP.02

6-28-01
WPC

ARTICLES OF INCORPORATION
OF
INSTALLATION AND DISPLAY, INC.

FILED
01 JUN 27 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be: **INSTALLATION AND DISPLAY, INC.**

The principal address is: 3124 N.W. 16th Terrace, Pompano Beach, Florida 33064

ARTICLE II
PURPOSE

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

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of common stock, at \$.01 par value. The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

ARTICLE IV
TERMINATION OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Secretary of the State of the State of Florida.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is DEBORAH FISCHER RUGG, ESQ., 3600 North Federal Highway, 3rd Floor, Fort Lauderdale, Florida 33308. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time in accordance with the By-Laws but shall never be less than one (1).

The name and address of the initial director of this corporation is:

JASON WOODWARD

8551 N.W. 49th Street
Lauderhill, Florida 33351

JANIS RATCLIFFE

6740 N.W. 41st Street
Coral Springs, Florida 33067

ARTICLE VII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

ARTICLE VIII
CLASS VOTE


Any merger, reorganization, consolidation, recapitalization, or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

ARTICLE IX
INCORPORATOR

The name and street address of the person signing these Articles is: DEBORAH FISCHER

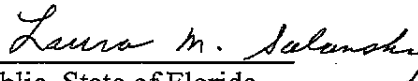
RUGG, ESQ., 3600 North Federal Highway, 3rd Floor, Fort Lauderdale, Florida 33308.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation this 26th day of June, 2001.


Initial Subscriber and Incorporator
DEBORAH FISCHER RUGG

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of June, 2001, by DEBORAH FISCHER RUGG, who is personally known to me.


Notary Public, State of Florida

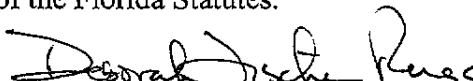
My Commission Expires: _____



Laura M. Salansky
MY COMMISSION # CC825244 EXPIRES
April 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

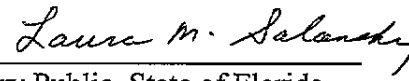
ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process of the above-stated corporation, at the place set forth hereinabove. I hereby accept such designation and agree to act in such capacity and to comply with all provision of Section 607.0501 of the Florida Statutes.


DEBORAH FISCHER RUGG
Registered Agent

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of June, 2001, by DEBORAH FISCHER RUGG, who is personally known to me.


Notary Public, State of Florida

My Commission Expires: _____

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Laura M. Salansky
MY COMMISSION # CC825244 EXPIRES
April 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.