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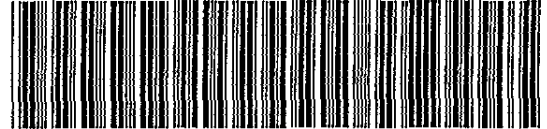
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
STEPHEN A. SCHORR
PROFESSIONAL ASSOCIATION

STEPHEN A. SCHORR

OF COUNSEL
ALAN J. BRAVERMAN

625 NORTHEAST 3RD AVENUE
FORT LAUDERDALE, FLORIDA 33304
TELEPHONE (954) 667-7800
FACSIMILE (954) 667-0899
E-MAIL: SCHORRLAW@AOL.COM

April 17, 2003

FEDERAL EXPRESS

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

RE: Smith & Harrington Construction Corp.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation for Smith & Harrington Construction Corp. together with our check in the sum of \$78.75.

Please return a certified copy of the Articles in the self-addressed stamped envelope.

Sincerely,



Wanda Honaker
Legal Assistant

Enclosures

ARTICLES OF INCORPORATION
OF
SMITH & HARRINGTON CONSTRUCTION CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SMITH & HARRINGTON CONSTRUCTION CORP.

The principal place of business of this corporation shall be:

3430 NE 6th Terrace, Pompano Beach, Florida 33064

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 625 NE 3rd Avenue, Fort Lauderdale, Florida 33304, and the name of the initial registered agent of the corporation at that address is Stephen A. Schorr, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation is April 18, 2003.

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TALLAHASSEE, FLORIDA

ARTICLE VI. PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (authorized or issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder of all shares of common stock currently authorized (authorized and issued).

ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Donald R. Smith, 3430 NE 6th Terrace, Pompano Beach, Florida 33064

Charlene H. Smith, 3430 NE 6th Terrace, Pompano Beach, Florida 33064

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Donald R. Smith, President

Charlene H. Smith, Secretary/Treasurer

ARTICLE IX. CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders meeting for the election of directors

that said shareholder intends to cumulate his vote at said election.

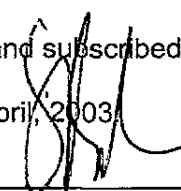
ARTICLE X. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Stephen A. Schorr, Esq., 625 NE 3rd Avenue, Fort Lauderdale, Florida 33304.

ARTICLE XI. CONSENT

Unanimous consent of the stockholders of the corporation shall be required for any shareholder action.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Fort Lauderdale, Florida, on the 18th day of April, 2003.



STEPHEN A. SCHORR, ESQ.


STATE OF FLORIDA

COUNTY OF BROWARD

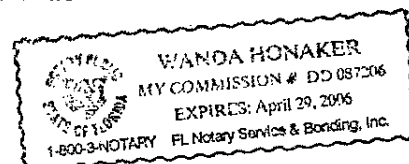
I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments, personally appeared Stephen A. Schorr, Esq., to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of April, 2003.

My commission expires:

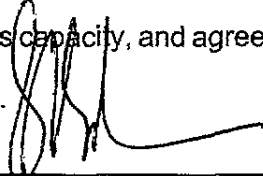


Notary Public



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.



STEPHEN A. SCHORR, ESQ.

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TALLAHASSEE, FLORIDA