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EDWARD J. R. CAYIA, P.A.

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March 3, 1995

RECEIVED 11/11/95

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: RADIATORS UNLIMITED, INC.
HOMESCAPES, INC.

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and two operating account check in the amount of \$122.50 each covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address via **Federal Express** pursuant to the enclosed prepaid airbill.

Thank you for your prompt attention to this matter.

Sincerely,

Edward J. R. Cayia
Edward J. R. Cayia, P.A.

EC/ss

Enclosures

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

RADIATORS UNLIMITED, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR -6 AM 9:27

ARTICLE I. NAME

The name of the corporation shall be RADIATORS UNLIMITED, INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to engage in all legally authorized business practices in the State of Florida, and to do any and all other acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 7555 N.W. 44th Street, #503, Lauderdale, FL 33319. The name of the initial registered agent of this corporation at that address is MICHAEL BAUMGARTEN.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased from time to time

according to the ByLaws. The name and address of the initial Director of the corporation is: 7555 N.W. 44th Street, #503, Lauderhill, FL 33319.

ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: MICHAEL BAUMGARTEN of 7555 N.W. 44th Street, #503, Lauderhill, FL 33319.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders.

ARTICLE X. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

Sixty six percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of sixty six percent or greater represented at the meeting

and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors.

ARTICLE XIII. DIRECTORS' TERMS

The shareholders of this corporation shall be entitled to remove any Director from office during his term.

ARTICLE XIV. DIRECTOR QUORUM AND VOTING

One (1) Director shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

ARTICLE XV. MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

ARTICLE XVI. ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVII. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the legal extent permitted.

ARTICLE XVIII. AMENDMENT

This corporation reserves the right to amend or repeal any

provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2nd day of March, 1995.

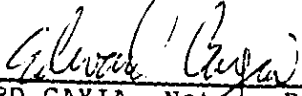

MICHAEL BAUMGARTEN, Incorporator

STATE OF FLORIDA)
) ss.:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this 2 day of March, 1995 by MICHAEL BAUMGARTEN, identified by a FL driver's license who did not take an oath.



EDWARD CAYIA
My Commission CC304803
Expires Aug. 07, 1997


EDWARD CAYIA, Notary Public

My commission expires:

The undersigned, having been named as Registered Agent to accept Service of Process for RADIATORS UNLIMITED, INC., at 7555 N.W. 44th Street, #503, Lauderhill, FL 33319, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of her duties.


MICHAEL BAUMGARTEN, Reg. Agent