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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: PAYNE COUSINS, INC.

Gentlemen,

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50. This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,


Charo Bolanos Ruiz, Esq.

4/1/95


ARTICLES OF INCORPORATION

OF

PAYNE COUSINS, INC.

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

ARTICLE I - CORPORATE NAME

The name of the corporation is PAYNE COUSINS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent, and the name of the Initial Registered Agent at that office is CHARO BOLANOS RUIZ, 901 S. FEDERAL HIGHWAY, FT. LAUDERDALE, FL. 33316

The principal office (or the) mailing address of the Corporation is 8005 W. SAMPLE ROAD, CORAL SPRINGS, 33065.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

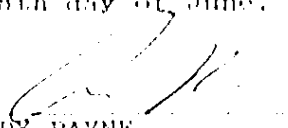
ARTICLE VII INCORPORATORS

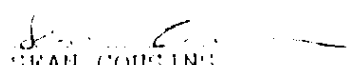
The names and addresses of the Incorporators signing these Articles of Incorporation are:

CINDY PAYNE
8701 WILSON ROAD APT. 104
CORAL SPRINGS, FL. 33067

SEAN COUSINS
4245 N.W. 56TH DRIVE
COCONUT CREEK, FL. 33073

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 28th day of June, 1995.


CINDY PAYNE


SEAN COUSINS

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

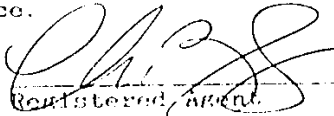
PAYNE COUSINS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 901 S. FEDERAL HIGHWAY, SUITE 300, FT. LAUDERDALE, FL. 33316, has named CHARO POLANOS RUIZ, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.


Registered Agent