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SCHMIDT & PHETERSON

400 SOUTH DIXIE HIGHWAY

THE ANNEX SUITE 420

BOCA RATON, FLORIDA 33432

TELEPHONE (407) 394-8775

PETER H. SCHMIDT
I. JEFFREY PHETERSON
BALLY STILL

TELEPHONE (407) 394-8700
BROWARD (308) 428-0433

September 12, 1995

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

RE: RENAUD & CO., INC.

Dear Clerk:

Please find enclosed the original Articles of Incorporation, and a copy for stamping and returning, along with our check for \$70.00, for the filing of the enclosed Articles. A self-addressed stamped envelope is provided for your convenience.

Sincerely,


I. Jeffrey Pheterson

IJP:drc
Enclosures

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ARTICLES OF INCORPORATION
OF
RENAUD & CO., INC.

FILED
25 SEP 18 PM 4:06
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is RENAUD & CO., INC.

ARTICLE II
PURPOSE

The corporation is organized for the purpose of conducting and carrying on and transacting any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock which shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

The common stock of the corporation shall have the following characteristics:

a. At all meetings of the shareholders the common shareholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common shareholder is interested in a matter to be voted upon shall not disqualify the shareholder from voting thereon.

b. 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 stock.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V
PRINCIPAL OFFICE

The address of the initial principal office of the corporation in the State of Florida is 1017 Bucida Road, Delray Beach, Florida 33483. The Board of Directors may, from time to time, change the street address and post office address of the corporation as well as the location of its principal office.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 1017 Bucida Road, Delray Beach, Florida 33483, and the name of the registered agent of the corporation at that address is Philip F. Renaud.

ARTICLE VII
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 Bylaws but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Philip F. Renaud	1017 Bucida Road Delray Beach, Florida 33483
Mary J. Renaud	1017 Bucida Road Delray Beach, Florida 33483

ARTICLE VIII
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.

ARTICLE IX
INDEMNIFICATION

This corporation may indemnify and hold harmless its officers,

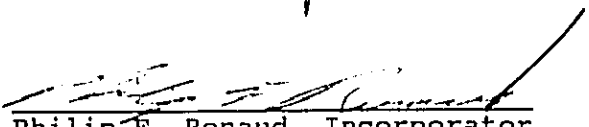
employees, agents, or former officers, employees, agents, or other persons to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE X
INCORPORATOR

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

Philip F. Renaud, 1017 Bucida Road, Delray Beach, Florida 33483

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of September, 1995.


Philip F. Renaud, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PHILIP F. RENAUD, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 12th day of September, 1995.


Notary Public,
State of Florida

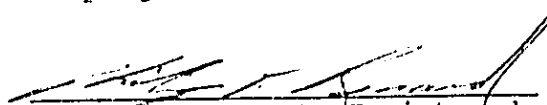
My Commission Expires:



JEFFREY PHETERSON
My Commission CC406566
Expires Nov. 04, 1998

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-named corporation, at the place set forth hereinabove, the undersigned hereby accepts such designation and agrees to act in such capacity and to comply with all provisions of Section 40.091, Florida Statutes, relative to keeping said office open.


PHILIP F. RENAUD, Registered
Agent

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SEC. OF STATE
TALLAHASSEE, FLORIDA