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LAW OFFICES OF
ROBERT M. BAKER, P.A.
SUITE 300
8181 WEST BROWARD BOULEVARD
PLANTATION, FLORIDA 33324

ROBERT M. BAKER
MEMBER FLORIDA AND ILLINOIS BAR

BROWARD: (305) 475-2800
DADE: (305) 940-7340
FAX: (305) 475-3149

March 12, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: DEF, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is a check in the amount of \$70.00, representing payment of the following:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Total Fee	\$70.00

Please file the enclosed Articles of Incorporation and return a copy to the undersigned.

Thank you for your courtesies in this matter.


Very truly yours,

ROBERT M. BAKER, P.A.


Robert M. Baker
For the Firm

RMB/ljg
enclosures

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96 MAR 15 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DEF, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

DEF, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having par value of One (\$1.00) DOLLAR.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin is Five Hundred (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is 4500 N. Hiatus Road, Suite 204, Sunrise, FL 33351.

ARTICLE VII - DIRECTORS

The corporation shall have one (1) Director initially, whose name and address is:

Don Federlin
4500 N. Hiatus Road
Suite 204
Sunrise, FL 33351

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - REGISTERED AGENT

The Registered Agent for the corporation shall be ROBERT M. BAKER.

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is as follows:

ROBERT M. BAKER, ESQ. ROBERT M. BAKER, P.A.
8181 W. Broward Blvd.
Suite 300
Plantation, FL 33324

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 12th day of March, 1996.


ROBERT M. BAKER


STATE OF FLORIDA)

COUNTY OF BROWARD)

ss:

BEFORE ME, on this day personally appeared ROBERT M. BAKER, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 12th day of March, 1996.


Notary Public
State of Florida

My Commission Expires:

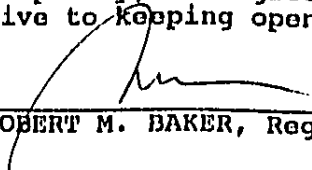
OFFICIAL NOTARY SEAL
SHARON L. DREW
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC288156
MY COMMISSION EXP. JUNE 18, 1997

FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING IN PURSUANCE OF Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First, that DEF, INC. desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Sunrise, State of Florida, has named ROBERT M. BAKER, whose address is 8181 W. Broward Blvd., Plantation, FL 33324 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at place designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ROBERT M. BAKER, Registered Agent

FILED
96 MAR 15 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ROBERT M. BAKER, P.A.

SUITE 300
8151 WEST BROWARD BOULEVARD
PLANTATION, FLORIDA 33324

ROBERT M. BAKER
MEMBER FLORIDA AND ILLINOIS BARS

BROWARD: (954) 475-2500
FAX: (954) 475-3140

March 29, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: DEF, INC. AMENDMENT TO ARTICLES OF INCORPORATION

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Amendment to the Articles of Incorporation for the above named Florida corporation. Also enclosed is a check in the amount of \$35.00, representing payment of the following:

Filing Fee \$35.00

Please file the enclosed Articles of Amendment to the Articles of Incorporation and return a copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly your,

ROBERT M. BAKER, P.A.

Christine Fiala
Christine Fiala
For the Firm

Enclosures

FILED
96 APR -1 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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N/C

VS APR 5 1996

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF

DEF, INC.

I, the undersigned being of legal age, a natural person, as well as the sole Director, President and Secretary of this Corporation does hereby file the following Articles of Amendment to the Article of Incorporation of DEF, INC.

ARTICLE I.

The present name of the Corporation is DEF, INC.

ARTICLE II.

The Amendments adopted by the corporation are as follows:

The name of the corporation shall be amended to:

IGAL PAINTING & WATERPROOFING, INC.

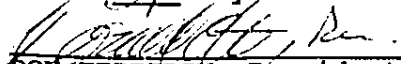
ARTICLE III.

Said Amendment was adopted by the Board of Directors and by the sole shareholder on March 29, 1996.

ARTICLE IV.

The issued shares of stock shall be exchanged for newly issued shares of stock bearing the amended corporate name as reflected herein upon the acceptance and filing of these Articles of Amendment by the Department of State - State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Amendment under the laws of the State of Florida this 27th day of March, 1996.


DON FEDERLIN, President

FILED
96 APR - 1 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

I heroby certify that on this day, beforo me, an officer duly authorized in the State of Florida, County of Broward, that the foregoing instrument was acknowledged before me this 01 of March, 1996 by DON FEDERLIN, as President of DEF, INC., a Florida corporation, who is personally known to me or who has produced two picture I.D.'s as identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 01 day of March, 1996.

Laure J. Goldman
NOTARY PUBLIC - STATE OF FLORIDA

Laure J. Goldman
PRINTED NOTARIAL SIGNATURE

(Seal)

My Commission Expires:

