

JERALD J. CHLIPALA, P.A.

Attorney At Law
(813) 337-3737

2245 Allamont Avenue
Fort Myers, Florida 33901

P96000041193

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Licensed Professional Bidders Association, Inc.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-named corporation, together with a check in the sum of \$122.50, representing the following charges:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	35.00.

400001812694
-05/08/96--01019--006
****122.50 ****122.50

Please provide the undersigned with the Certificate of Incorporation and a certified copy of the Articles of Incorporation at your earliest convenience.

Thanking you for your assistance, I am,

Very truly yours,

Jerald J. Chlipala

JJC/dds

Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 MAY -8 PM 2:50

FILED

DDC
5/14/96

ARTICLES OF INCORPORATION
OF
LICENSED PROFESSIONAL BIDDERS ASSOCIATION, INC.

FILED
85 MAY -8 PM 3:50
STATE OF FLORIDA
TALLAHASSEE

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is LICENSED PROFESSIONAL BIDDERS ASSOCIATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this corporation is located at 3695 College Parkway, Suite 300, Fort Myers, Florida 33919, and its mailing address is 3695 College Parkway, Suite 300, Fort Myers, Florida 33919.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - VOTING RIGHTS

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 Shares.

ARTICLE VI - TERM

This corporation shall commence its existence upon filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 8695 College Parkway, Suite 300, Fort Myers, Florida 33919, and the name of the initial registered agent of this corporation is ARTHUR G. GANN, whose address is 8695 College Parkway, Suite 300, Fort Myers, Florida 33919.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by

the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is:

ARTHUR G. GANN - 8695 College Parkway, Suite 300, Fort Myers, Florida 33919.

ARTICLE X - INCORPORATORS

The name and address of the person signing these Articles are:

ARTHUR G. GANN - 8695 College Parkway, Suite 300, Fort Myers, Florida 33919.

ARTICLE XI

The name and post office address of the initial subscriber of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said subscriber of these Articles of Incorporation are as follows:

ARTHUR G. GANN - 8695 College Parkway, Suite 300, Fort Myers, Florida 33919.

100 shares

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XIII

No contract or other transaction between this

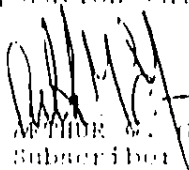
... and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is that is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XIV

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has

incorporated these Articles of Incorporation this 25th day of
April, 1996.


ARTHUR G. GANN
Subscriber

Subscriber

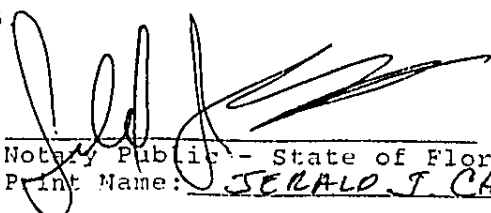
Subscriber

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, a notary public authorized to take
acknowledgments in the State and County set forth above,
personally appeared ARTHUR G. GANN, who is personally known to me
or who has produced FLA DRIVER'S LICENSE, as
identification and known by 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 25th day of April, 1996


Notary Public - State of Florida
Print Name: JERALD J. CHILIPALA

My commission expires:



JERALD J. CHILIPALA
My Commission CC274140
Expires Apr 05, 1997
Bonded By ANB
800-452-5878

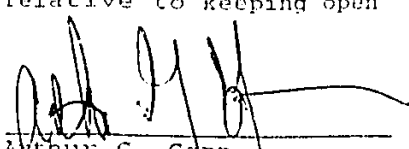
IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the State of Florida, at Tallahassee, Florida, this _____ day of _____, 19____.

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

First, THE LICENSED PROFESSIONAL BIDDERS ASSOCIATION, INC.
desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of Incorporation
at: 8695 College Parkway, Suite 300
City of Fort Myers County of Lee
State of Florida 33912
has named ARTHUR G. GANN
located at 8695 College Parkway, Suite 300
City of Fort Myers County of Lee
State of Florida, 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 designated in this Certificate, I
hereby state that I am familiar with and accept the duties and
responsibilities as registered agent for said corporation and agree
to comply with the provisions of said Act relative to keeping open
said office.

By: 
Arthur G. Gann
Registered Agent

FILED
56 MAY -8 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA