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July 16, 1996

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

Re: HERBST EXHIBIT DESIGN AND MANAGEMENT, INC.

Dear Sir/Madam:

Enclosed please find duly executed Articles of Incorporation for the above referenced matter, to be filed with the Department of State, together with my check in the amount of \$122.50, representing filing fees. Upon filing, please return a certified copy to me in the enclosed self-addressed stamped envelope.

If you should have any questions, please do not hesitate to contact my office.

Sincerely,



PAUL R. REGENSDORF
For the Firm

PRR/ko

Enclosures

JUL 23 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FILED

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HERBST EXHIBIT DESIGN AND MANAGEMENT, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation,
a natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida, by and under the provisions
for the formation, liability, rights, privileges and immunities of
a corporation for profit.

ARTICLE I

The name of the corporation shall be:

HERBST EXHIBIT DESIGN AND MANAGEMENT, INC.

ARTICLE II

The general nature of the business proposed to be transacted
and carried on, and the objectives and purposes of the corporation,
are to do any and all of the things herein mentioned, as fully and
to the same extent as natural persons might or could do, viz:

(a) To deal in land, goods and services of every nature at
retail or wholesale, for its own account, or for the accounts of
others.

(b) To acquire, lease, manage, improve, operate or dispose of
any real or personal property, whether or not required in
conjunction with any of the businesses of the corporation.

(c) To do such other acts; to engage in such other business
or businesses; and to have such other rights and powers, and to
have such other purposes as may now or hereafter be lawful and
authorized under the laws of the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist of 1,000
shares of common stock of a par value of \$1.00 per share.

Each holder of common stock shall have one vote for each share
of such stock held. The whole or any part of the capital stock of
this corporation shall be payable in lawful money of the United
States or proper labor or services at a just valuation to be fixed
by the Directors. A majority of the outstanding shares shall
constitute a quorum at shareholder meetings unless the By-Laws

shall make provision for some lesser percentage of shares (but not less than 33 1/3%).

ARTICLE IV

This corporation is to have perpetual existence.

ARTICLE V

The street address of the initial principal office of this corporation is:

2299 Treasure Isle Drive
Suite #58
Palm Beach Gardens, FL 33410

The name and address of the initial registered agent of this corporation is:

Fleming, O'Bryan & Fleming
500 East Broward Blvd., 17th Floor
Fort Lauderdale, FL 33394-3071

The Board of Directors may, from time to time, move the registered office to any other address within or without the State of Florida.

ARTICLE VI

The principal place of business of this corporation is:

2299 Treasure Isle Drive
Suite #58
Palm Beach Gardens, FL 33410

ARTICLE VII

This corporation shall at all times have at least one Director. The number of Directors may be increased or decreased from time to time in the manner set forth in the By-Laws adopted by the shareholders, but shall never be less than one.

ARTICLE VII

The name(s) and address(es) of the member(s) of the first Board of Directors is as follows:

Charles Herbst
201 South Seas Drive, Suite 306
Jupiter, FL 33477

ARTICLE VIII

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

President: Charles Herbst
2299 Treasure Isle Drive
Suite #58
Palm Beach Gardens, FL 33410

Vice President: Cynthia Horbat
2299 Treasure Isle Drive
Suite #58
Palm Beach Gardens, FL 33410
Secretary: Dorothy Horbat
2855 W. Commercial Blvd./Apt.304
Fort Lauderdale, FL 33309

ARTICLE IX

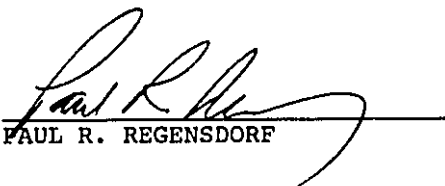
The name and address of the Subscriber of these Articles of Incorporation is as follows:

Paul R. Regensdorf, Esquire
500 East Broward Blvd., 17th Floor
Fort Lauderdale, FL 33394-3071

ARTICLE X

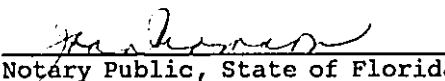
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders having the right to vote on any such amendment, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the shareholders entitled to vote thereon sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Fort Lauderdale, Broward County, Florida, for the uses and purposes aforesaid, this 19 day of July, 1996.


PAUL R. REGENSDORF

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 19 day of July, 1996, by PAUL R. REGENSDORF, the Subscriber to the said Articles of Incorporation.


Notary Public, State of Florida

My Commission Expires:



Joan Thomson
MY COMMISSION # CC543655 EXPIRES
March 28, 2000
BONDED TRUO TRUO FARM INSURANCE, INC.

REGISTERED AGENT ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree

to comply with the provisions of Chapter 48,091, Florida Statutes,
relative to keeping open said office.

FLEMING, O'BRYAN & FLEMING, P.A.
500 E. Broward Blvd., 17th Floor
P.O. Drawer 7028
Fort Laudordale, FL 33338-7028
Phone: 954/764-3000

By:


PAUL R. REGENSDORF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA