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DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
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PHONE: (305) 841-3694
FAX: (305) 841-3770
(((H96000010512)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: THE BROOKMAN-FELS CORPORATION
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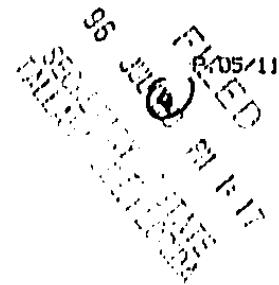
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**ARTICLES OF INCORPORATION****OF****THE BROOKMAN-FELS CORPORATION**

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is THE BROOKMAN-FELS CORPORATION.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. The primary business of this corporation shall be general contracting.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR par value common stock.

ARTICLE IV - PRE-EMPTIVE RIGHTS

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 513 North State Road 7, Margate, Florida 33063. The name of the initial registered agent of this corporation at this address is: Rene A. Brooks.

Prepared by: Rene A. Brooks, Esquire
513 North State Road 7
Margate, FL 33063
Florida Bar No. 329177
(954) 972-1800

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director 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. The names and addresses of the initial director of this corporation are:

Ross Adickman
3245 N.W. 61 Street
Boca Raton, FL 33496

President/Secretary/Treasurer

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is Ross Adickman, 3245 N.W. 61 Street, Boca Raton, FL 33496.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

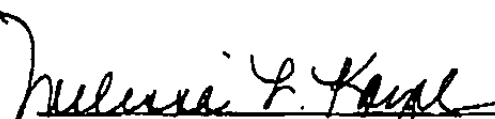
ARTICLE IV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 26th day of July, 1996.


ROSS ADICKMAN

SWORN TO and SUBSCRIBED before me this 26th day of July, 1996, by Ross Adickman, who is personally known to me.


NOTARY PUBLIC, State of Florida
Commission No.
My Commission Expires:



MELISSA L. KAYAL
COMMISSION # 0048738
EXPIRES AUG 3, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

H96000010512

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STATE OF FLORIDA
DEPARTMENT OF STATE

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SECRETARY OF STATE

Certificate Designation Place of Business of Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addressed of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

THE BROOKMAN-FELS CORPORATION

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its principal office at 3800 South Ocean Drive, Suite 236, in the City of Hollywood, County of Broward, State of Florida, designates Ilene A. Brooks as its agent to accept service of process within this state.

OFFICERS AND DIRECTORS:

Name	Title	Specific Address
Ross Adickman	President/Director Secretary/Treasurer	3245 N.W. 61 Street Boca Raton, FL 33496

BY: 

ROSS ADICKMAN

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


ILENE A. BROOKS

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