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OFFICES
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700 EAST DANIA BEACH BOULEVARD
DANIA, FLORIDA 33004-3090

ARCHIE J. RYAN, III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN

TELEPHONE (954) 920-2921
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January 6, 1997

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

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-01/09/97--01044--013
***122.50 ***122.50

Re: Dick Austin Cabinetry, Inc.
Our File No. 15567D

Gentlemen:

Enclosed please find the original Articles of Incorporation and Certificate Designating Registered Agent for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Incorporation and Certificate Designating Registered Agent which we request you certify and return to us.

Also enclosed please find our Trust Account check number 4693, payable to the Secretary of State in the sum of \$122.50, to cover the following items:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	\$122.50

Thank you for your assistance in this matter.

Very truly yours,

TIMOTHY M. RYAN

TMR:lm
Enclosures

FILED
97 JAN -9 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
1-6-97

JAN 15 1997 B5B

ARTICLES OF INCORPORATION
OF
DICK AUSTIN CABINETRY, INC.

FILED
97 JAN -9 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporation for profit, DO HEREBY CERTIFY AS FOLLOWS:

EFFECTIVE DATE
1-6-97

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be DICK AUSTIN CABINETRY, INC.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including, but not limited to, building construction,

renovation, fine cabinetry and carpentry, the purchase, sale, development, rental and management of real estate in the United States and foreign countries and to perform such other related activities incidental to the general purpose of this corporation, and to generally do any and all things necessary, pertinent, or convenient to the powers herein and hereby conferred.

2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporation for profit.

ARTICLE IV

CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors, at a meeting called for that purpose.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation and the street address of its corporate office shall be at 120 East Oakland Park Boulevard, Suite 105, Fort Lauderdale, Florida 33334, with

the privilege of having branch offices at other places within or without the State of Florida, and within or without the United States of America, and the name of its initial registered agent is RICHARD C. AUSTIN, whose address is 120 East Oakland Park Boulevard, Suite 105, Fort Lauderdale, Florida 33334.

ARTICLE VI

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100th (\$500.00) Dollars.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than four (4).

ARTICLE VIII

DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation shall be two (2) in number, and who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

RICHARD C. AUSTIN
120 East Oakland Park Boulevard, Suite 105
Fort Lauderdale, Florida 33334

ELIZABETH A. A. BUFFENBARGER
120 East Oakland Park Boulevard, Suite 105
Fort Lauderdale, Florida 33334

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to the Articles of Incorporation is:

RICHARD C. AUSTIN
120 East Oakland Park Boulevard, Suite 105
Fort Lauderdale, Florida 33334

ARTICLE X

SPECIAL CHARTER PROVISIONS

Directors and Officers of this corporation need not be Stockholders.

ARTICLE XI

DATE OF COMMENCEMENT

The date of commencement of corporate existence of this corporation shall be on the 6th day of January, 1997.

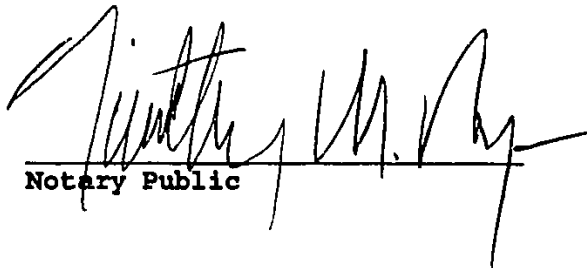
IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 6th day of January, 1997.


RICHARD C. AUSTIN

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

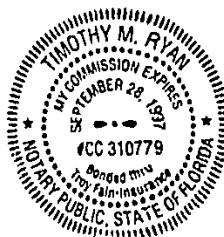
PERSONALLY APPEARED before me, the undersigned authority,
RICHARD C. AUSTIN, identified by his driver license, to me known to
be the person described in and who executed and subscribed to the
foregoing Articles of Incorporation, and he acknowledged before me
that he executed and subscribed to the same for the purposes
therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal at Dania, Broward County, Florida, this 6th day of January,
1997.



Notary Public

My Commissions Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

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

The following is submitted, in compliance with Chapter 48-091,
Florida Statutes:

DICK AUSTIN CABINETRY, INC.

a corporation organized (or organizing) under the laws of the State of
Florida, with its principal office at 120 East Oakland Park Boulevard,
Suite 105, in the City of Fort Lauderdale, County of Broward, State of
Florida, has named RICHARD C. AUSTIN, located at 120 East Oakland Park
Boulevard, Suite 105, in the City of Fort Lauderdale, County of
Broward, State of Florida, as its agent to accept service of process
within this state.

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
ELIZABETH A. A. BUFFENBARGER	President/ Secretary/ Treasurer	120 East Oakland Park Blvd. Suite 105 Fort Lauderdale, FL 33334
RICHARD C. AUSTIN	Vice President	120 East Oakland Park Blvd. Suite 105 Fort Lauderdale, FL 33334

DIRECTORS:

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
ELIZABETH A. A. BUFFENBARGER	120 East Oakland Park Blvd. Suite 105 Fort Lauderdale, FL 33334

DIRECTORS:

NAME

RICHARD C. AUSTIN

SPECIFIC ADDRESS

**120 East Oakland Park Blvd.
Suite 105
Fort Lauderdale, FL 33334**

Dated this 6th day of January, 1997.

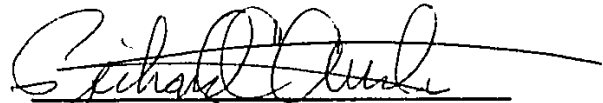
By:



**RICHARD C. AUSTIN
Vice President**

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process, to keep office open during prescribed hours, and 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.



**RICHARD C. AUSTIN
Registered Agent**

FILED
97 JAN -9 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA