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February 3, 1997

SECRETARY OF STATE
Department of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: H.B. PRODUCTION SERVICES, INC.
Our File Number: 6-234-D

300002078263--4
-02/05/97--01046--007
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation, H.B. PRODUCTION SERVICES, INC.

Also enclosed is a check in the amount of \$70.00 to cover the various fees. If you find that everything is in order, please return a copy of the articles to this office.

Thank you for your attention to this matter.

Very truly yours,

ARTHUR D. DECKELMAN, P.A.
& ASSOCIATES

Dawn A. Geibel

Dawn A. Geibel
Legal Assistant to
Arthur D. Deckelman, Esq.

/dg

Enclosures

AL FEB 6 1997

92 FEB -5 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
H.B. PRODUCTION SERVICES, INC.**

FILED

97FEB-5 PM 4:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I. NAME

The name of the corporation ("Corporation") shall be:

H.B. PRODUCTION SERVICES, INC.

The street address of the principal office of the Corporation shall be 1275 Bennett Drive, Suite 102, Longwood, Florida 32750, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 500, all of which shall be Common Shares, having \$0.50 par value per share. All common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. REGISTERED AGENT

The initial street address of the Corporation's registered office is 1275 Bennett Drive, Suite 102, Longwood, Florida 32750. The initial registered agent for the Corporation at that address is HARRY JAMES BROCKMAN, JR.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The initial board of directors shall consist of one member initially. The name and address of the person who will serve on the initial board of directors is:

Name	Address
HARRY JAMES BROCKMAN, JR. Director	1275 Bennett Drive, Suite 102 Longwood, Florida 32750

ARTICLE VII. OFFICERS

The corporation shall have one officer initially. The name and street address of the initial officer who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

PRESIDENT/SECRETARY/TREASURER

HARRY JAMES BROCKMAN, JR.

1275 Bennett Drive, Suite 102
Longwood, Florida 32750

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

Name

Address

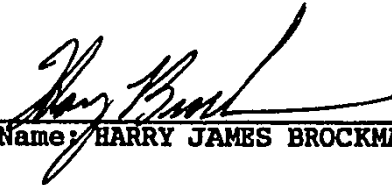
HARRY JAMES BROCKMAN, JR.

1275 Bennett Drive, Suite 102
Longwood, Florida 32750

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of January, 1997.


Name: HARRY JAMES BROCKMAN, JR.

STATE OF FLORIDA)
COUNTY OF Seminole)**

BEFORE ME, personally appeared HARRY JAMES BROCKMAN, JR., to me known, or who presented Fla Drivers License DL# B625370-40-027-0 as identification, who after being duly sworn, acknowledged that he has read the

foregoing ARTICLES OF INCORPORATION, and that he subscribed to these ARTICLES OF INCORPORATION on the 20 day of January, 1997.

[SEAL]

Dawn Bookbinder
Notary Public
Name:
My Commission Expires:



DAWN J BOOKBINDER
My Commission CC360746
Expires Mar. 31, 1998
Bonded by HAI
800-422-1855

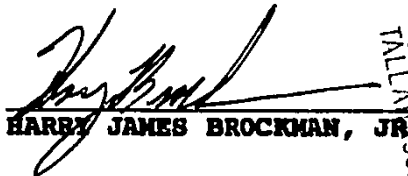
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE NAMING AGENT FOR UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, H.B. PRODUCTION SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office as 1275 Bennett Drive, Suite 102, Longwood, Florida 32750, County of Summit, State of Florida, wishes HARRY JAMES BROCKMAN, JR., as its agent, to accept service of process within this State.

ACKNOWLEDGEMENT:

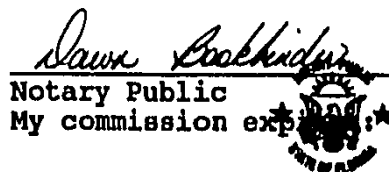
Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office, and state that I am familiar with and accept the obligations of that position pursuant to Florida Statutes 607.0501(3).


HARRY JAMES BROCKMAN, JR.

STATE OF FLORIDA :
COUNTY OF Summit : SS

BEFORE ME, the undersigned officer, personally appeared HARRY JAMES BROCKMAN, JR., known to me to be the person whose name is subscribed to the instrument within and acknowledged that he executed same for the purposes contained therein.

WITNESS my hand and official seal in the County and State named above this 20 day of January, 1997.


Notary Public
My commission expires



DAWN J BOOKBINDER
My Commission CC380745
Expires Mar. 31, 1998
Bonded by HAI
800-422-1555

FILED
97 FEB -5 PM 4:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE