

P970000 24673

LAW OFFICES
BROOKMYER & HOCHMAN, P.A.

GARDENS PLAZA
3300 PGA BOULEVARD, SUITE 350
PALM BEACH GARDENS, FL 33410

GARY BROOKMYER
ELLIOT F. HOCHMAN

TELEPHONE (561) 824-2110
FACSIMILE (561) 824-2425

March 12, 1997

Department of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

400002114284--5
-03/14/97--01116--004
****122.50 ****122.50

RE: Enterprise Associates, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of Enterprise Associates, Inc., together with a check in the amount of \$122.50 to cover the following fees:

- | | |
|-------------------------|---------|
| 1. Filing Fee | \$35.00 |
| 2. Registered Agent Fee | \$35.00 |
| 3. Certified Copy | \$52.50 |

TOTAL: \$122.50

Please file said articles using the date of receipt as the date of commencement of the corporation. Also, return the certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Elliot F. Hochman
Elliot F. Hochman

EFH:ba
enclosures

109A:\Enterprise\corp.lt

8N MAR 19 1997

ARTICLES OF INCORPORATION
OF
ENTERPRISE ASSOCIATES, INC.

FILED
97 MAR 14 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is ENTERPRISE ASSOCIATES, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 567 Riverside Drive, Palm Beach Gardens, Florida

33410, and the name of the initial registered agent at that address is JAMES RUSSELL HERRITT. The corporation's principal office mailing address is 567 Riverside Drive, Palm Beach Gardens, Florida 33410.

ARTICLE SEVEN

DIRECTORS

7.01 The initial board of directors of the corporation shall consist of two members.

7.02 The name and address of the first board of directors are:

Name	Address
James Russell Herritt	567 Riverside Drive Palm Beach Gardens, FL 33410
E. Irene Rector	567 Riverside Drive Palm Beach Gardens, FL 33410

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

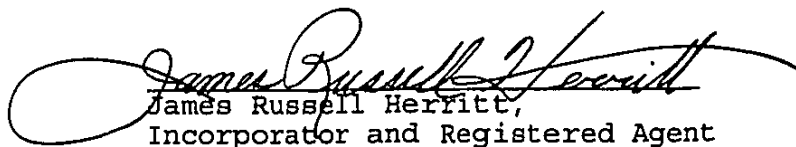
Name	Address
James Russell Herritt	567 Riverside Drive Palm Beach Gardens, FL 33410

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 12 MAR 97 day of March, 1997. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

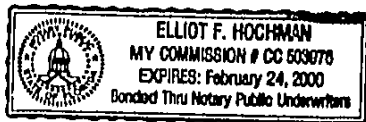

James Russell Herritt,
Incorporator and Registered Agent

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th day of March, 1997, by James Russell Herritt, who is personally known to me or who has produced a Florida driver's license as identification and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 12 day of March, 1997.

My Commission Expires:



Elliot F. Hochman
Notary Public
Name: (printed)

A:\ENTERPRISE\articles

FILED
97 MAR 14 AM 11:52
TALLAHASSEE, FLORIDA
SECRETARY OF STATE