

CAPITAL CONNECTION, INC.

477 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 222-1070
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-0002
 FAX (904) 222-1222

PAID

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To Us via _____ Return via _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Out \$ _____

Re: Harper Bowen
General Contractor

Inc. _____
 Capital Expense _____
 Art. No. _____
 Corp. Record Search _____
 U.C. Transmittal Filing _____
 Foreign Coll. Fee _____
 () Coll. Copy(s) _____

Art. of Amend. Filing _____
 Dissolution/Withdrawal _____
 U.S. 368802124533--D
 Filations Name 07/97--01018--006
 ****122.50 ****122.50

Name Registration _____
 Annual Report/Informational _____
 Reg. Agent Service _____
 Document Filing _____

Corporate Kit _____
 Vehicle Search _____
 Voting Record _____
 Document Informational _____

UCC 1 of 3 Filing _____
 UCC 11 Search _____
 UCC 11 Informational _____

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 Phone () _____
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 Express Mail Prep. _____
 FAX () _____

SUBTOTALS

Fee _____
 Disbursement _____
 Satisfaction _____
 TAX bill copy/price supplied _____
 SUBTOTAL _____
 INTEREST _____
 BALANCE DUE _____

Please mail invoice number with payment
 terms: net 10 days from invoice date
 1-12% per month on Past Due Amounts
 Past 30 Days, 10% per Month.

THANK
 You
 Your Capital

Request AKEN CONFIRMED APPROVED
 Date 4/7/97
 Time 9:00
 by CD
 WALK-IN
 MAIL PICK UP

**ARTICLES OF INCORPORATION
OF
HARPER BOWEN GENERAL CONTRACTORS, INC.**

We, the undersigned being natural persons of legal age, do hereby desire to form a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

FILED
97 APR -7 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be Harper Bowen General Contractors, Inc.

ARTICLE II

The principal office of the corporation and its mailing address shall be 1850 Lee Road, Suite 200, Winter Park, Florida 32789. The principal office and mailing address may be changed by the Board of Directors.

ARTICLE III

The maximum number of shares of stock of this corporation which it is authorized to have outstanding at any one time is one thousand (1000) shares of common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be goods, services or money of such value or amount as shall be fixed by the Board of Directors of the corporation.

ARTICLE IV

The street address of the initial registered office of this corporation is 1850 Lee Road, Suite 200, Winter Park, Florida 32789. The initial registered agent of the corporation at that address is Phillip D. Harper, whose residence address is 3889 Gloucester Way, Orlando, Florida 32808.

ARTICLE V

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than two members as fixed from time to time by the By-Laws of the corporation, and the directors shall be elected or appointed to the board as provided by those by-laws.

ARTICLE VI

The names and addresses of the persons forming this corporation are:

Phillip D. Harper
3889 Gloucester Way
Orlando, Florida 32808

Alan C. Bowen, Jr.
7636 Wauqua Drive
Winter Park, Florida 32792

ARTICLE VII

The officers of the corporation and those persons to serve until their successors be elected and qualified are:

President

Phillip D. Harper

Secretary/Treasurer

Alan C. Bowen, Jr.

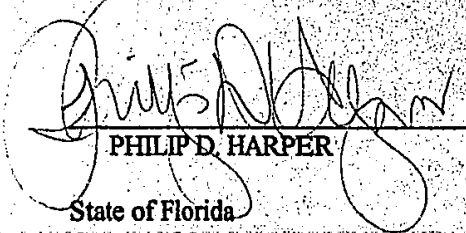
ARTICLE VIII

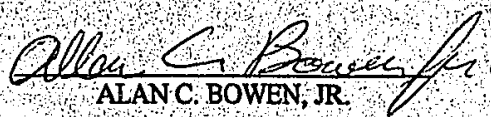
The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred on shareholders are granted subject to this reservation.

In Witness Whereof the undersigned subscribers have executed these articles of incorporation on this 28th day of February, 1997.

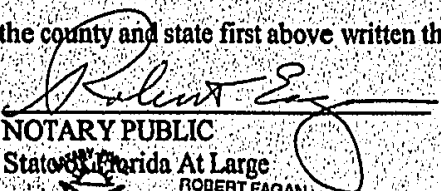

PHILIP D. HARPER


ALAN C. BOWEN, JR.

State of Florida
County of Orange

I hereby certify that on this day before me, an officer duly authorized in the county and state aforesaid to take acknowledgments, personally appeared Phillip D. Harper and Alan C. Bowen, Jr., to me well known or who identified himself by displaying Florida Driver's License numbers H616-664-52-002-0 (Harper), and B500-003-53 M (Bowen), and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and each acknowledged to me that after reading the same the matters set forth are true and correct to the best of his knowledge and belief.

Witness my hand and official seal in the county and state first above written this February 28, 1997.


NOTARY PUBLIC

State of Florida At Large



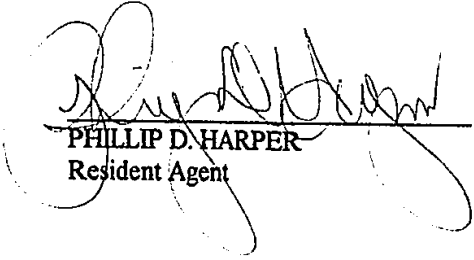
ROBERT EAGAN
My Commission CC370882
Expires Jun. 05, 1998

ACCEPTANCE AS REGISTERED AGENT

The Incorporators of Harper Bowen General Contractors, Inc., have by their articles named Phillip D. Harper, whose residence address is 3892 Gloucester Way, Orlando, Florida 32808, as Resident Registered Agent of the corporation, and have located the registered office of the corporation at 1850 Lee Road, Suite 200, Winter Park, Florida 32789.

Whereupon I, the said Phillip D. Harper, having been so named, do hereby accept to act as registered agent of the aforesaid corporation and agree to comply with provisions of law relative to keeping open said office.

This February 28, 1997.


PHILLIP D. HARPER
Resident Agent

97 APR -7 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED