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GERALD DAMSKY, P.A.

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TALLAHASSEE, FLORIDA 32311

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April 28, 1997

VIA UPS OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for Huber, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation with a check for the filing fee in the amount of \$122.50. We are also enclosing a return envelope for your convenience in returning the stamped copy to our office.

Thank you for your assistance with this matter. If you have any questions, or should you require anything further, please contact our office.

Very truly yours,

Gerald Damsky, P.A.

GDD/ame
Enclosures

FILED
97 APR 29 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

c:\data\huber\secstate.ltr

MAY 1 1997
[Signature]

**ARTICLES OF INCORPORATION
FOR
HUBER, INC.**

FILED
97 APR 29 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE ONE
NAME AND ADDRESS**

The name of the corporation shall be:

HUBER, INC.

The mailing address of this corporation shall be 3710 Kings Way,
Boca Raton, FL 33434.

**ARTICLE TWO
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

**ARTICLE THREE
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (100,000,000) shares of common stock having a par value per of \$.01 share.

ARTICLE FOUR
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 3710 Kings Way, Boca Raton, FL 33434, and the name of the initial registered agent of the corporation at that address is Rochelle J. Huber.

ARTICLE FIVE
TERM OF EXISTENCE

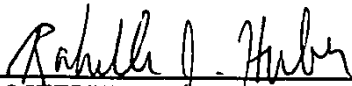
This corporation is to exist perpetually.

ARTICLE SIX
INCORPORATOR

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

ROCHELLE J. HUBER	3710 Kings Way
	Boca Raton, FL 33434

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of April, 1997.

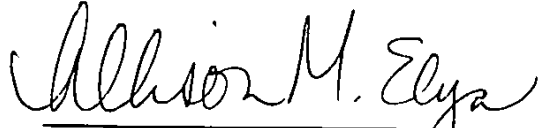


ROCHELLE J. HUBER
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida and County set forth above, ROCHELLE J. HUBER, personally appeared personally known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of HUBER, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 28th day of April, 1997.


Notary Public/State of Florida

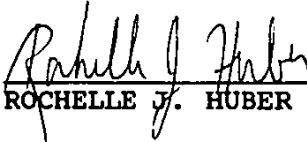
My Commission Expires:



ALLISON M ELYA
My Commission GC516561
Expires Dec. 18, 1999

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

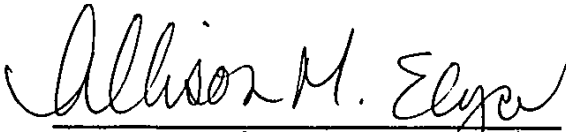


ROCHELLE J. HUBER

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared ROCHELLE J. HUBER, personally known to me and known by me to be the person who executed the foregoing.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 28th day of April, 1997.



Notary Public/State of Florida

My Commission Expires:



ALLISON M ELYA
My Commission CC519501
Expires Dec. 10, 1999

FILED
97 APR 29 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA