TRANSMITTAL LETTER

Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314

100002183101--0 -05/19/97--01110--007 ****122.50 ****122.50

SUBJECT: HOWARD-PALMER ENTERPRISES, INC. (Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee

\$78.75 Filing Fee

& Certificate

\$122.50

Filing Fee

& Certified Copy

□ \$13 i.25

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: WALTER D. PRAIN DR.

Name (Printed or typed)

2732 5. UNIVERSITY DR. #8-A

954. 527-1700 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2732 S. UNIVERSITY DRIVE #8-A **DAVIE, FLORIDA 33328**

ARTICLE 111 SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

WALTER D. PRAIN JR. 2732 S. UNIVERSITY DRIVE #8-A **DAVIE, FLORIDA 33328**

ARTICLE V INCORPORATOR

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

WALTER D. PRAIN JR. 2732 S. UNIVERSITY DRIVE #8-1 **DAVIE, FLORIDA 33328**

May 12, 1997

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this contilicate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familial with and accept the obligations of my position as registered agent.

May 12, 1897