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ACCOUNT NO. : 072100000032

REFERENCE 417230 7207A

AUTHORIZATION :

Patricia Pugh

COST LIMIT : \$ 122.50

ORDER DATE : June 5, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 417230-010

CUSTOMER NO: 7207A

400002203164--1

CUSTOMER: Geoffrey S. Mombach, Esq
MOMBACH BOYLE & HARDIN, P.A.

Suite 1950
500 E. Broward Boulevard
Fort Lauderdale, FL 333943078

DOMESTIC FILING

NAME: PBD ESTATE CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

RECEIVED
JUN 11-5 PM 1:22
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN -5 PM 12:16
DIVISION OF CORPORATION

7

8N JUN -5 1997

ARTICLES OF INCORPORATION
OF
PBD ESTATE CORP.

FILED
97 JUL -5 PM 1:22
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is PBD ESTATE CORP. and its mailing address and principal place of business is 288-Z Smith Sundry Road, Delray Beach, Florida 33446.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue one thousand (1,000) shares of capital stock of the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394 and the name of the initial registered agent of the corporation at that address is Geoffrey S. Mombach.

ARTICLE VI

The corporation shall have initially two (2) directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The names and addresses of the initial directors of the corporation are:

Mr. Steven Wolf
288-Z Smith Sundry Road
Delray Beach, Florida 33446

Mr. Richard Siemens
Suite 202E
4800 North Federal Highway
Boca Raton, Florida 33431

ARTICLE VII

The name and address of the person signing these Articles is: Geoffrey S. Mombach,
500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394-3079.

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

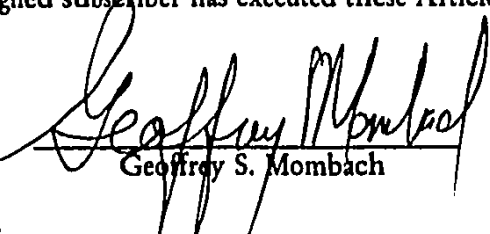
ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 4th day of June, 1997.


Geoffrey S. Mombach

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 4th day of June, 1997, by Geoffrey S. Mombach, who is personally known to me.



Holly L. Harrison
Typed/Printed Name:
Notary Public - State of Florida
Commission Expires:
Commission Number:

I, Geoffrey S. Mombach, hereby accept the designation of Resident Agent for service of process upon PBD Estate Corp., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 4 day of June, 1997.

Geoffrey S. Mombach
Geoffrey S. Mombach

FILED
JUN 10 1997
BROWARD COUNTY
FLORIDA