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June 19, 1997

Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

800002223168-4
-1525297-0109-003
***122.50 ***122.50

Re: Richard Paul Ouellette, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation (original and one copy) together with check in the amount of \$122.50 (\$112.50 for incorporation and \$10.00 for certified copy of same).

Thank you for your attention to this matter.

Sincerely yours,

Doak S. Campbell, III
Doak S. Campbell, III

DSC:lb
Encls.

FILED
97 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 6/26/97

**ARTICLES OF INCORPORATION
OF
RICHARD PAUL OUELLETTE, INC.**

FILED
97 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article I
Name**

The name of the corporation is RICHARD PAUL OUELLETTE, INC.

**Article II
Duration**

This corporation shall have perpetual existence.

**Article III
Purpose**

This corporation is organized for the purpose of conducting any and all lawful business.

**Article IV
Capital Stock**

This corporation is authorized to issue 500 shares of stock at One Dollar (\$1.00) par value common stock.

**Article V
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 5197 N.W. 6th Street, Delray Beach, Florida 33445 and the name of the initial registered agent of this corporation at the address is Richard P. Ouellette.

**Article VI
Principal Office and Mailing Address**

The principal office and mailing address of the corporation is 5197 N.W. 6th Street, Delray Beach, Florida 33445.

**Article VII
Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name	Address
Richard P. Ouellette	5197 N.W. 6th Street Delray Beach, FL 33445

**Article VIII
Incorporator**

The name and address of the person signing these Articles is:

Name	Address
Richard P. Ouellette	5197 N.W. 6th Street Delray Beach, FL 33445

**Article IX
Powers**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**Article X
Meetings by Conference Telephone**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

**Article XI
Action by Directors without a Meeting**

The directors of this corporation may take action by written consent, as provided by law.

Article XII
Indemnification

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs and personal representatives of such person.

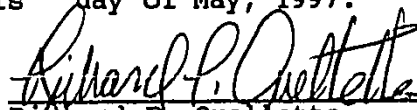
Article XIII
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XIV
Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day of May, 1997.



Richard P. Ouellette
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD P. OUELLETTE, who is personally known to me or who produced Driver's license as identification, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23 day of May, 1997.

(SEAL)

Elizabeth Barta
Notary Public
My Commission Expires:



Elizabeth Barta
MY COMMISSION # CC507739 EXPIRES
January 18, 2000
BONDED THRU TROY FAH INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, that RICHARD PAUL OUELLETTE, INC., desiring to organize
or qualify under the laws of the State of Florida, with its
principal place of business in the City of Delray Beach, State of
Florida, named RICHARD P. OUELLETTE, located at 5197 N.W. 6th
Street, Delray Beach, Florida 33445, as its agent to accept
service of process within Florida.

RICHARD PAUL OUELLETTE, INC.

By: Richard Paul Ouellette
Its:

Date: 23rd May, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

Richard P. Ouellette
RICHARD P. OUELLETTE
Registered Agent

Date: 23rd May, 1997

LB6396

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97 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA