

ATTORNEY

EDWARD T. DINNA

719 Intracoastal Drive
Fort Lauderdale, Florida 33304
(834) 561-4314
Fax (834) 563-2120

P97 000063993

July 3, 1997

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

RE: EBP, Inc.

900002231659--1
-07/07/97--01139--003
*****122.50 *****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Edward T. Dinna, Attorney

Name and Address of Corporation:
E&P, INC.
8320 Casa Del Largo
Boca Raton, FL 33433

ETD/dlk

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 AM 10:23

RP
7-24-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 10, 1997

EDWARD T. DINNA, ESQ.
719 INTRACOASTAL DR.
FT. LAUDERDALE, FL 33304

SUBJECT: E&P, INC.
Ref. Number: W97000015927

We have received your document for E&P, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 197A00035523

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 24 AM 10:23

ARTICLES OF INCORPORATION
OF

EBPH, INC.

ARTICLE I
NAME

The name and address of this corporation is:

EBPH, INC.
8320 Casa Del Largo
Boca Raton, FL 33433

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 719 Intracoastal Drive, Ft. Lauderdale, FL 33304 and the name of the initial registered agent of this corporation is: Edward T. Dinna.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two 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. The name and address of the initial Director of this Corporation is:

NAME

ADDRESS

Edward Burger

8320 CASA Del Largo
Boca Raton, FL 33433

Patrick W. Henig

8320 CASA Del Largo
Boca Raton, FL 33433

ARTICLE VIII
INCORPORATION

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

NAME

ADDRESS

Edward Burger

8320 CASA Del Largo
Boca Raton, FL 33433

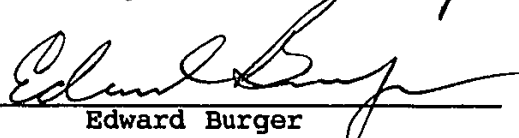
ARTICLES IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 2 day of July, 1997.


Edward Burger

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid to take acknowledgments, personally appeared EDWARD BURGER to me known to be the person described in and who executed the same and produced a Florida Driver's License as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of JULY, 1997.

(Seal)



DEBRA KRAVITZ
MY COMMISSION # CC414241 EXPIRES
October 18, 1998
BONDED THRU TROY PAUL INSURANCE, INC.


Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Section 48.091 and Section 607.034 (3), Florida Statutes, the following is submitted in compliance with said sections: EBP, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Ft. Lauderdale, Broward County, State of Florida, has named Edward T. Dinna, 719 Intracoastal Drive, Ft. Lauderdale, FL 33301, (954) 561-4314 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Sections relative to keeping open said office.


Edward T. Dinna

ETD/dlk

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 AM 10:23