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ACCOUNT NO. : 072100000032

REFERENCE : 476497 148904A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 28, 1997

ORDER TIME : 10:27 AM

ORDER NO. : 476497-005

CUSTOMER NO: 148904A

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-07/28/97--01067--006
****122.50 ****122.50

CUSTOMER: Mr. Dennis L. Reeber
REEBER & LIVIGNE ASSOCIATES,
INC.
2185 N. Powerline Road, S.w.

Pompano Beach, FL 33069-1206

DOMESTIC FILING

NAME: FIRST PALM BEACH ENTERPRISES,
INC.

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: Deborah Schroder

EXAMINER'S INITIALS: _____

97 JUL 29 PM 2:21
CORPORATION

SN JUL 28 1997

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ARTICLES of INCORPORATION
OF
FIRST PALM BEACH ENTERPRISES, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

FIRST PALM BEACH ENTERPRISES, INC.

The principal place of business of this corporation shall be 1555 Palm Beach Lakes Boulevard, Fifth Floor Suite 1555 West Palm Beach, Florida 33401; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1555 Palm Beach Lakes Boulevard, Fifth Floor, Suite 1555 West Palm Beach, Florida 33401; and the initial registered agent of the corporation is Dennis Lomax.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and street address of the initial members of the Board of Directors are:

Dennis Lomax, Director
1555 Palm Beach Lakes Boulevard
Fifth Floor, Suite 1555
West Palm Beach, Florida 33401

Ralph Oelbermann, Director
1555 Palm Beach Lakes Boulevard
Fifth Floor, Suite 1555
West Palm Beach, Florida 33401

ARTICLE VII. INCORPORATOR

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

Dennis Lomax, President
1555 Palm Beach Lakes Boulevard
Fifth Floor, Suite 1555
West Palm Beach, Florida 33401

Ralph Oelbermann, Vice President
1555 Palm Beach Lakes Boulevard
Fifth Floor, Suite 1555
West Palm Beach, Florida 33401

ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 25th day of July, 1997.



Dennis Lomax, President

Ralph Oelbermann, Vice President

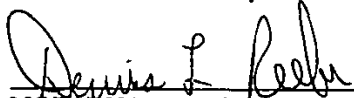
STATE OF FLORIDA
COUNTY OF PALM BEACH



Dennis L. Reeber
MY COMMISSION # C0816942 EXPIRES
April 26, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Dennis Lomax and Ralph Oelbermann Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 25th day of July, 1997.


NOTARY PUBLIC

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

I HEREBY ACCEPT the appointment as the initial registered agent of FIRST PALM BEACH ENTERPRISES, INC. made in the foregoing Articles of Incorporation.


Dennis Lomax, President

7/25/97
DATE

FILED
JUL 26 1997
Palm Beach, Florida