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LEE I. WEINTRAUB

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July 23, 1997

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

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Attn: Division of Corporations

Re: Swedroe/Yahr Design/Build, Inc.

Dear Sir:

Enclosed are:

1. An original and one copy of the Articles of Incorporation of Swedroe/Yahr Design/Build, Inc.
2. A check in the amount of \$122.50 as payment for the filing fees, charter tax, certified copy of the Articles of Incorporation and designation of registered agent.

Please record and file the original Articles of Incorporation and the designation of registered agent. Certify the copy of the Articles and return it to me. I will appreciate your cooperation in this matter.

Sincerely yours,



Lee I. Weintraub

LIW:ng

Enclosures

Yahr5211.3

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 28 PM 1:01

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
SWEDROE/YAHR DESIGN/BUILD, INC.

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I: NAME AND MAILING ADDRESS

The name of the corporation is SWEDROE/YAHR DESIGN/BUILD, INC., and the corporation's initial mailing address is 3700 Prarie Avenue, Miami Beach, FL 33140.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution of these Articles.

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 common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3225 Aviation Avenue, Suite 601, Miami, FL 33133, and the name of the initial registered agent of this corporation at that address is Lee I. Weintraub.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

Alexander F. Yahr	3301 N.E. 5th Avenue Miami, FL 33137
Ian Marc Swedroe	3700 Prarie Avenue Miami Beach, FL 33140

ARTICLE VII. SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation is: ALEXANDER F. YAHR, 3301 N.E. 5th Avenue, Miami, Florida 33137.

ARTICLE VIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. In order to be effective, every amendment must be approved by the holders of a majority of the stock entitled to vote thereon at a meeting of stockholders

called for such purpose, unless all the stockholders entitled to vote sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 23rd day of July, 1997.


ALEXANDER F. YAHR

STATE OF FLORIDA)
 : ss.
COUNTY OF DADE)

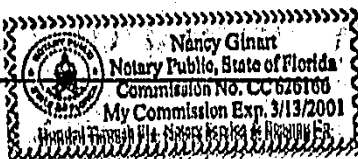
The foregoing instrument was acknowledged before me this 23rd day of July, 1997, by ALEXANDER F. YAHR, who is personally known to me or who has produced _____ (type of identification) as identification and who did not take an oath.


Signature of person taking acknowledgment

Nancy Ginart
Name of acknowledger typed, printed or stamped

Notary Public
Title or rank

Yahr5211.1



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
SWEDROE/YAHR DESIGN/BUILD, INC., AT THE PLACE DESIGNATED, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

L. J. Hewitt

DATE

7/23/97

FILED
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DIVISION OF CORPORATIONS
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