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ACCOUNT NO. : 072100000032

REFERENCE : 505477 9081A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 21, 1997

ORDER TIME : 5:45 PM

ORDER NO. : 505477-005

CUSTOMER NO: 9081A

CUSTOMER: Adrian P. Thomas, Esq
MACLEAN & EMA

2600 Ne 14th Street Causeway

Pompano Beach, FL 33062

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*****70.00 *****70.00

DOMESTIC FILING

NAME: JACAROL, INC.

EFFECTIVE DATE:

XX___ ARTICLES OF INCORPORATION
___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY
XX PLAIN STAMPED COPY
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

RECEIVED
97 AUG 22 AM 9:58
FILED
97 AUG 22 AM 10:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SN AUG 22 1997

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ARTICLES OF INCORPORATION
OF
JACAROL, INC

FILED
97 AUG 22 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be JACAROL, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or

out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two directors whose names and addresses are as follows:

Jack D. Wesenberg
23343 Water Circle
Boca Raton, FL 33486

Caroline J. Wesenberg
23343 Water Circle
Boca Raton, FL 33486

ARTICLE X

The initial registered agent of the corporation is Adrian P. Thomas. The street address of the corporation's initial registered office is 2600 NE 14th Street Causeway, Pompano Beach, Florida 33062.

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

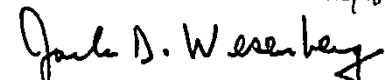
23343 Water Circle
Boca Raton, FL 33486

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is:

Jack D. Wesenberg
23343 Water Circle
Boca Raton, FL 33486

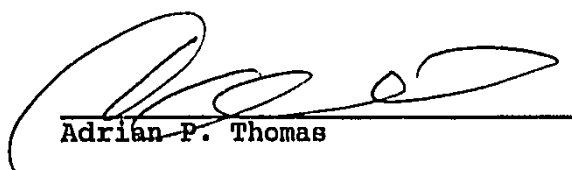
The undersigned incorporator has executed these Articles of Incorporation this 18 day of August, 1997.



Jack D. Wesenberg, Incorporator

DESIGNATION OF REGISTERED AGENT
FOR JACAROL, INC

I, Adrian P. Thomas, having been appointed Registered Agent of JACAROL, INC, do hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties this 18 day of August, 1997.


Adrian P. Thomas

FILED
97 AUG 22 AM 10:10
SECRETARY OF
TALLAHASSEE, FLORIDA