

P97000081929

Thomas P. Bauer
P.O. Box 16562
Plantation, FL 33318
(954) 452-9047

September 1, 1997

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

100002290221--6
-09/11/97--01046--008
***122.50 ***122.50

Dear Sir/Madam:

Re: Initial Incorporation - ICS/Tropical, Inc.

Enclosed herewith are two originals of the Articles of Incorporation for the above referenced Corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing the Articles and returning one (1) certified copy. Please return the certified copy in the enclosed envelope.

Should you require any additional information regarding the above-referenced matter, please contact me.

Sincerely yours,



Thomas P. Bauer

Enclosures

625-2555.
W97-21050

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 PM 2:20

16/02/97

Thomas Bauer
9072 S. Orchard Road N
Davie, FL 33328
(954) 452-9047

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 PM 2:20

September 17, 1997

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Dear Sir/Madam:

Re: Initial Incorporation - ICS/Tropical, Inc.

Enclosed herewith are two originals of the Articles of Incorporation for the above referenced Corporation. As you requested in your letter dated September 12, 1997 (see attached copy) I have enclosed revised signed articles with the changes you requested. A check for \$122.50 was sent with the original articles and was not returned with your letter. Please return the certified copy in the enclosed envelope.

Should you require any additional information regarding the above-referenced matter, please contact me.

Sincerely yours,

Thomas P. Bauer

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 PM 2:20

September 12, 1997

THOMAS P. BAUER
POST OFFICE BOX 16562
PLANTATION, FL 33318

SUBJECT: ICS/TROPICAL, INC.
Ref. Number: W97000021050

We have received your document for ICS/TROPICAL, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 997A00045446

EFFECTIVE DATE

9/18/97

ARTICLES OF INCORPORATION
OF
ICS/Tropical, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 PM 2:20

A FLORIDA CORPORATION

ARTICLE I

NAME

The name of the Corporation is ICS/Tropical, Inc.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized to engage in any activity or
business permitted under the laws of the United States and
Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of (\$.01)
par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office, mailing address and the initial registered office of the Corporation is 4066 NE 5th Avenue, Ft. Lauderdale, FL 33334 and the name of the initial registered agent of the Corporation at that address is Andrew S. Goddard

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (4) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The name and address of the directors of the Corporation is:

Name address

Andrew S. Goddard	4066 NE 5th Avenue Ft. Lauderdale, FL 33334
Randall S. Dietz	16133 Carden Drive Odessa, FL 33556
William W. Dietz	8902 Jasper Drive Boyton Beach, FL 33437
Eliot D. Fenton	5440 NW 55th Blvd. Suite 11-105 Coconut Creek, FL 33073

ARTICLE VII

INCORPORATORS

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

Name address

Andrew S.Goddard

4066 NE 5th Avenue, Ft. Lauderdale, FL 33334

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance
with Florida law is reserved to the shareholders. Any right
conferred upon any shareholder by these Articles of Incorporation
is subject to this reservation.

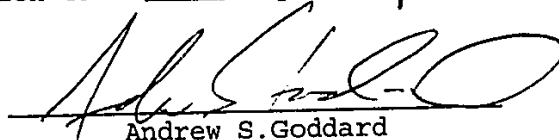
ARTICLE IX

COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence existence on _____

September 18, 1997.

IN WITNESS WHEREOF, the undersigned have executed these Articles
of Incorporation this 18 day of September, 1997.


Andrew S. Goddard

STATE OF FLORIDA)
)
COUNTY OF Broward)

BEFORE ME, the undersigned authority, authorized to take
acknowledgments in the State and County set forth above,
personally appeared Andrew S. Goddard who are personally known by
me or who have produced _____ and _____
_____ as identification to be the person or
persons who executed the foregoing Articles of Incorporation, and
he did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 18 day
of September, 1997.

Michael C. Bauer
Name of Notary Public Typed or
Printed


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 PM 2:20

Pursuant to the provisions of §607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the required office/registered agent, in the State of Florida.

1. The name of the corporation is: ICS/Tropical, Inc.
2. The name and address of the registered agent and office is:

Andrew S. Goddard,
4066 NE 5th Avenue, Ft. Lauderdale, FL 33334

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 THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF §607.0505, FLORIDA STATUTES.2


NAME

September 18, 1997
DATE