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(561) 347-7477

October 2, 1997

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***122.50 ***122.50

Division of Corporations
The Capitol
P. O. Box 6327
Tallahassee, Florida 32314

Re: R & S Builders, Inc.

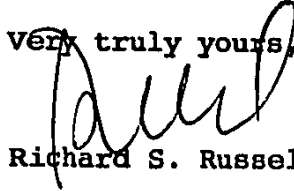
Gentlemen:

In connection with the above-referenced Corporation, enclosed please find the original and one copy of Articles of Incorporation. Please file these Articles with the State and return a certified copy of same to our office.

We are enclosing our check in the amount of \$122.50 to cover your fee for this service, together with a stamped, self-addressed envelope for your convenience.

Thank you for your assistance.

Very truly yours,


Richard S. Russell

/bbr
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -6 AM 11:32

10/8/97

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
R & S BUILDERS, INC.

The undersigned Incorporators hereby form a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: R & S BUILDERS, INC. The address of the principal office of this Corporation shall be 10111 Forest Hill Boulevard, Suite 206, West Palm Beach, Florida 33414, 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 One Thousand (1,000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation is 10111 Forest Hill Boulevard, Suite 206, West Palm Beach, Florida 33414, and the name of the initial Registered Agent of the Corporation at such address is MARK B. SCHWARTZ.

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 and 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 one (1) Director, initially. The name and street address of the initial member of the Board of Directors is:

<u>Name</u>	<u>Address</u>
MARK B. SCHWARTZ Dir.	10111 Forest Hill Boulevard Suite 206 West Palm Beach, FL 33414

ARTICLE VII. OFFICERS

The name and address of the initial Officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

MARK B. SCHWARTZ
Vice-President/Secretary

10111 Forest Hill Blvd.
Suite 206
West Palm Beach, FL 33414

JOSEPH ROSENBLUM
President/Treasurer

2030 Farnham O
Deerfield Beach, FL 33442

ARTICLE VIII. INCORPORATORS

The name and street address of each Incorporator are:

<u>Name</u>	<u>Address</u>
MARK B. SCHWARTZ	10111 Forest Hill Blvd. Suite 206 West Palm Beach, FL 33414
JOSEPH ROSENBLUM	2030 Farnham O Deerfield Beach, FL 33442

Executed by the undersigned at Boca Raton, Florida, on
this 3rd day of October, 1997.


MARK B. SCHWARTZ


JOSEPH ROSENBLUM

ACCEPTANCE OF REGISTERED AGENT

I, MARK B. SCHWARTZ, having a business office identical with the Registered Office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, am familiar with, and accept, the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


MARK B. SCHWARTZ

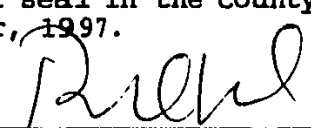
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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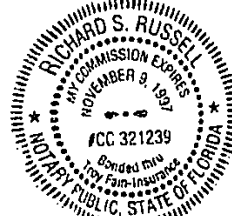
STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County named above, personally appeared MARK B. SCHWARTZ and JOSEPH ROSENBLUM, who are personally known to me and to me known to be the persons described as Incorporators in, and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 31 day of October, 1997.


Notary Public - RICHARD S. RUSSELL
State of Florida at Large

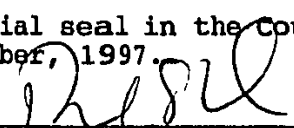
My Commission expires:



STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County named above, personally appeared MARK B. SCHWARTZ, who is personally known to me and to me known to be the person described as Registered Agent in, and who executed, the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 31 day of October, 1997.


Notary Public - RICHARD S. RUSSELL
State of Florida at Large

My Commission expires:

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