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THE TAX MAN, INC.
Accounting, Tax, & Financial Planning Services
1601 BELVEDERE ROAD
SUITE 103 - SOUTH
WEST PALM BEACH, FL 33406
(561) 684-3844; FAX (561) 689-0708

October 22, 1997

Florida Department of State
Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32301

Re: McCords Custom Cabinetry & Mirrors, Inc.

100002330201--0
-10/27/97--01077--008
③ *****70.00 *****70.00

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned corporation, as well as a check in the amount of \$70.00 to cover the cost of filing.

If there are any questions feel free to contact me at the address above or by telephone.

Thank you in advance for your prompt attention to this matter.

Very truly yours,


Jay B. Fischer

JBF/ss

Encl./

FILED
97 OCT 27 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 10/20/97

ARTICLES OF INCORPORATION
OF
McCORDS CUSTOM CABINETRY & MIRRORS, INC.

FILED
97 OCT 27 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is McCORDS CUSTOM CABINETRY & MIRRORS,
INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under
the laws of The United States and the State of Florida.

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 \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED
(\$500 00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 17756 30th Lane North, Loxahatchee, Florida, 33470, and the name of the initial registered agent at this address is Robert S. McCord.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Robert S. McCord

17756 30th Lane North
Loxahatchee, Fl 33470

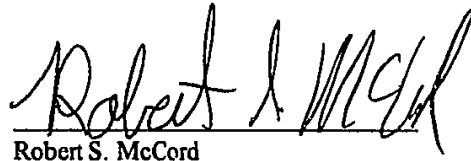
ARTICLE IX
INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Robert S. McCord

17756 30th Lane North
Loxahatchee, Fl 33470

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of
incorporation this 22nd day of October, 1997.


Robert S. McCord

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Robert S. McCord known by me to be the person who executed these article of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 22nd day of October, 1997.

{SEAL}


Notary Public

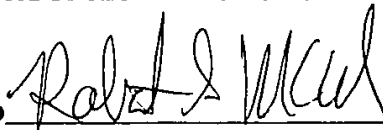


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

**IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

**FIRST--McCORDS CUSTOM CABINETRY & MIRRORS, INC.
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPLE PLACE OF BUSINESS AT THE CITY OF LOXAHATCHEE, PALM BEACH
COUNTY, STATE OF FLORIDA, HAS NAMED ROBERT S. McCORD, AT 17756 30TH
LANE NORTH, CITY OF LOXAHATCHEE, STATE OF FLORIDA AS ITS AGENT TO
ACCEPT PROCESS WITHIN FLORIDA.**

SIGNED

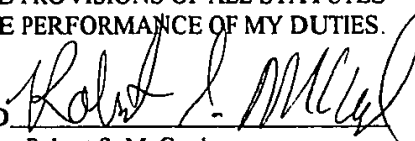


TITLE PRESIDENT

DATE OCTOBER 22, 1997

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.**

SIGNED



Robert S. McCord
Resident Agent

DATE October 22, 1997

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TALLAHASSEE, FLORIDA