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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: INCORPORATORS PLUS, INC.

ACCT#: 105114002375

CONTACT: MICHAEL HELLER

PHONE: (954)475-8484

FAX #: (954)475-1125

NAME: CAPITAL ENTERPRISES CORPORATION

AUDIT NUMBER.....H97000020079

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 4

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 5, 1997

INCORPORATORS PLUS, INC.

SUBJECT: CAPITAL ENTERPRISES CORPORATION
REF: W97000027252

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

FAX And. #: H97000020079
Letter Number: 197A00057556

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

EFFECTIVE DATE
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ARTICLES OF INCORPORATION
OF

**Tripp Enterprises Assett Management
Corporation,**
a Florida corporation

The undersigned, acting as incorporator of Tripp Enterprises Assett Management Corporation, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

**Tripp Enterprises Assett Management
Corporation**

ARTICLE II. ADDRESS

The corporation's mailing address is:

6982 SW 26 Street
Miramar, FL 33023

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective December 4th, 1997.

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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TALLAHASSEE, FLORIDA

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ARTICLE IV. PURPOSE

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

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1214 N. University Drive, Plantation, FL 33322 and the name of the corporation's initial registered agent at that address is Incorporators Plus, Inc..

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). 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 1. The name(s) of the initial director(s):

Name

Stephen T. Tripp

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, FL 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 4th day of December, 1997

Incorporators Plus, Inc.:

By: Michael Gersen
Michael Gersen

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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

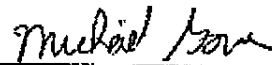
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Tripp Enterprises Asset Management Corporation, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1214 N. University Drive, Plantation, FL 33322, has named Incorporators Plus, Inc., as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Incorporators Plus, Inc.
1214 N. University Drive, Plantation, FL 33322



Michael Gorsen, Attorney In Fact
Incorporators Plus, Inc.
Date: December, 4th 1997

Incorporators Plus, Inc.
1214 N. University Drive
Plantation, Florida 33322
(954) 475-8484

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