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LAW OFFICES
LAWRENCE U. TAUBE
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November 8, 1997

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

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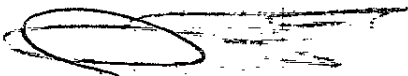
Re: Refab Enterprises

Gentlemen:

Enclosed please find articles of incorporation anent subject. Please certify a copy of said articles, endorse your approval thereon, and return the copy to the undersigned. Our check is enclosed to cover your fee in the amount 122.50.

This corporation will commence business upon the issuance of the certificate of incorporation. Therefore, we would appreciate your office processing this charter immediately. If, for any reason, a charter cannot be issued for the corporation, please contact the undersigned.

Sincerely,



LAWRENCE U. TAUBE

LUT/1
Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 15 AM 9:13

FILED

CB
12-16-97

ARTICLES OF INCORPORATION

OF

REFAB ENTERPRISES INC.

FILED
27 DEC 15 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME:

REFAB ENTERPRISES INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS:

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK:

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE:

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V - INITIAL PRINCIPAL OFFICE:

The initial principal address of this corporation in the State of Florida shall be:

5450 Essex Court, West Palm Beach, FL 33405

ARTICLE VI - BOARD OF DIRECTORS:

This corporation shall have two (2) directors. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders but there shall never be less than one (1) director.

ARTICLE VII - INITIAL DIRECTORS:

The name and address of the initial directors of this corporation are:

Chris Rodberg, President

The persons named as initial directors shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII - INCORPORATION:

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

Chris Rodberg, 5050 Essex Court, West Palm Beach, FL 33405

ARTICLE IX - AMENDMENT:

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE X - REGISTERED AGENT:

That Chris Rodberg desiring to organize under the laws of the State of Florida, hereby names, Lawrence U. Taube, Esq., 1818 S. Australian Ave., #400, W. Palm Beach, FL, 33409, as its registered agent to accept services of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the corporation named herein, at the place designated in Article X of the articles of incorporation above, the undersigned hereby agrees to act in this capacity for the corporation.



LAWRENCE U. TAUBE

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing articles of incorporation.



CHRIS RODBERG, PRESIDENT

STATE OF FLORIDA)
 ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared CHRIS RODBERG, know to me to be the person described as incorporator and who executed the foregoing articles of incorporation and acknowledge before me that he subscribed to these articles of incorporation on the 6th day of November, 1997.



Laurie Jo Schultheis
My Commission CC512708
Expires November 29, 1999


NOTARY PUBLIC

My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Refab Enterprises INC.

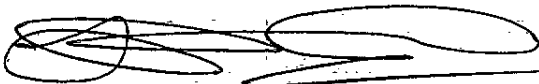
2. The name and address of the registered agent and office is:

Lawrence U. Taube, Esquire
(NAME)

1818 S. Australian Ave., #400
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

W. Palm Beach, FL 33409
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

12/10/1997

(DATE)

FILED
97 DEC 15 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA