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January 6, 1998

Secretary of State
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

800002393438--5
-01/08/98--01013--017
****122.50 ****122.50

Re: Preferred Lifestyles, Inc.

Gentlemen:

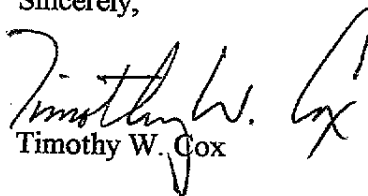
Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation, along with a check, payable to the Secretary of State in the amount of \$122.50, in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Filing Fee	<u>\$ 35.00</u>
	\$122.50

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Sincerely,


Timothy W. Cox

cc: Liberty Sison

enc: Check
Articles in duplicate

FILED
98 JAN -8 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CPB
1-12-98

**ARTICLES OF INCORPORATION
OF
PREFERRED LIFESTYLES, INC.**

FILED

98 JAN -8 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Preferred Lifestyles, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of one (\$1.00) dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this corporation is Liberty Sison, 4384 Purdy Lane, West Palm Beach, FL 33406.

ARTICLE VI-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 4384 Purdy Lane, West Palm Beach, FL 33406.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name

Address

Liberty Sison

4384 Purdy Lane
West Palm Beach, FL 33406

ARTICLE VIII - BY-LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by either the shareholders or directors.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI - INCORPORATOR

The name and address of the person signing these Articles is Liberty Sison, 4384 Purdy Lane, West Palm Beach, FL 33406.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

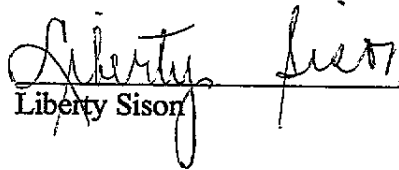
ARTICLE XIII - AFFILIATED TRANSACTIONS

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes.

ARTICLE XIV - CONTROL-SHARE ACQUISITIONS

This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes.

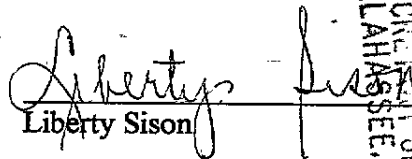
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6TH day of January, 1998.


Liberty Sison

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED INDIVIDUAL HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 6TH DAY OF JANUARY, 1998.



Liberty Sison

FILED
98 JAN - 8 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared LIBERTY SISON, who is personally known to me or who produced DRIVER LICENSE #S25052645705 as identification, and who, as incorporator, executed the foregoing Articles of Incorporation of Preferred Lifestyles, Inc., and she acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6TH day of January, 1998.

 Karen Kay Anderson
My Commission CC693119
Expires October 30, 2001


Notary Public, State of Florida at Large

My Commission Expires: