



TAMBONE/LIBERTY DEVELOPMENT CORP.

P98000004802

January 9, 1998

Mr. Sheldon Bream
State of Florida, Division of Corporations
P.O. Box 6327
Tallahassee FL 32314-6327

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-01/20/98--01088--007
****122.50 ****122.50

Re: Articles of Incorporation

Dear Mr. Bream:


Please file the enclosed Articles of Incorporation for our new corporation. I have enclosed an executed original for your office and a copy of the Articles. Please file-stamp the copy and return to me.

Also enclosed is check #8002 in the amount of \$122.50 in payment of the filing fee.

Thank you for your assistance. Please do not hesitate to contact me should you need further information.

Very truly yours,

TAMBONE/LIBERTY DEVELOPMENT CORP.


Richard P. Tambone
President

Enclosures

cc: Lori B. Tambone

FILED
98 JAN 15 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER JAN 15 1998

ARTICLES OF INCORPORATION

OF

TAMBONE/LIBERTY DEVELOPMENT CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be Tambone/Liberty Development Corp. (The "Corporation").

ARTICLE II

Mailing Address

The mailing address of the Corporation is 4200 Wackenhut Dr., Suite 110, Palm Beach Gardens, Florida 33410.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

- (c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 4200 Wackenhut Dr., Suite 110, Palm Beach Gardens, Florida 33410, and the name of the initial registered agent of this Corporation at that address is Richard P. Tambone.

ARTICLE VIII

Initial Board of Directors

This Corporation shall have two (2) directors 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 (1).

The names and addresses of the initial directors of this Corporation are as follows:

Lori B. Tambone	4200 Wackenhut Dr., Suite 110 Palm Beach Gardens, Florida 33410
Richard P. Tambone	4200 Wackenhut Dr., Suite 110 Palm Beach Gardens, Florida 33410

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification


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

ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows: Richard P. Tambone, 4200 Wackenhut Dr., Suite 110, Palm Beach Gardens, Florida 33410.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 9th day of January, 1998.

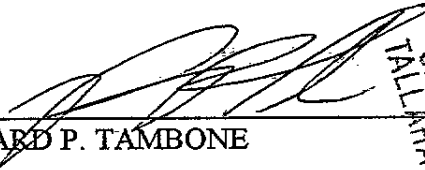


Richard P. Tambone, Incorporator

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:

THAT TAMBONE/LIBERTY DEVELOPMENT CORP., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT CITY OF PALM BEACH GARDENS, STATE OF FLORIDA HAS NAMED
RICHARD P. TAMBONE LOCATED AT 4200 WACKENHUT DR., SUITE 110, PALM BEACH
GARDENS, FLORIDA 33410, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.



RICHARD P. TAMBONE

Incorporator

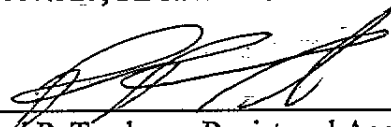
(Title)

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(Date)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AM
FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES,
INCLUDING THE PROVISIONS OF SECTION 607.325, FLORIDA STATUTES.



Richard P. Tambone, Registered Agent

1-9-98

(Date)