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FORT LAUDERDALE, FLORIDA 33394-1697

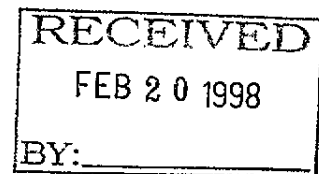
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February 20, 1998

FEDERAL EXPRESS

CORPORATE RECORDS BUREAU
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32314



Re: Incorporation of **HEAVEN'S INVESTORS, INC.**

Dear Sir or Madame:

100002438141--9
-02/23/98-01115-014
****131.25 ****131.25

Enclosed you will find an original and a copy of the executed Articles of Incorporation for **HEAVEN'S INVESTORS, INC.** Further enclosed is our trust check payable to the Secretary of State in the amount of \$131.25 to cover the filing fee, registered agent designation, a **Certified Copy of the Articles**, and a **Certificate of Good Standing**.

Thank you for your prompt attention to this matter.

Very truly yours,

A handwritten signature in cursive script, appearing to read "W. Davell".

William C. Davell
MAY, MEACHAM & DAVELL, P.A.

WCD/cab

FILED
98 FEB 23 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
2-25-98

ARTICLES OF INCORPORATION
OF
HEAVEN'S INVESTORS, INC.

Article I - Name and Address

The name of this corporation is:

HEAVEN'S INVESTORS, INC.

and the address of the corporation is:

**4770 NW 2nd Avenue, Suite #D
Boca Raton, FL 33431**

FILED
98 FEB 23 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II - Duration

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

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) 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 issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **NationsBank Tower, One Financial Plaza, Suite #2602, Fort Lauderdale, Florida, 33394**; and the name of the initial registered agent of this corporation at that address is **WILLIAM C. DAVELL**.

Article VII - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) of the Director(s), their addresses and office to be held by each for the first year of existence of this Corporation or until their successors are elected and have qualified are:

Name	Address	Office
DAVID A. RUSTINE	4770 NW 2nd Avenue Suite #D Boca Raton, FL 33431	President/Director
EDWIN W. PARKER	4770 NW 2nd Avenue Suite #D Boca Raton, FL 33431	Vice President/ Secretary/Treasurer/ Director

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is: **DAVID A. RUSTINE, 4770 NW 2nd Avenue, Suite #D, Boca Raton, Florida, 33431**, and the number of shares of stock to which the subscriber agrees to take is: **FIVE HUNDRED TEN (510)**

Article IX - Indemnification

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

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 21 day of February, 1998.


DAVID A. RUSTINE

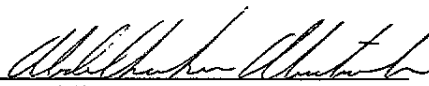
STATE OF FLORIDA :

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COUNTY OF BROWARD :

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **DAVID A. RUSTINE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 21 day of February, 1998.



Notary Public
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **HEAVEN'S INVESTORS, INC.** which is contained in the foregoing Articles of Incorporation.

DATED this 20th day of February, 1998.



WILLIAM C. DAVELL
Registered Agent