

P98000042580

Shari L. Carpenter
12898 82nd Street North
West Palm Beach, FL 33412

Tuesday, May 5, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

600002517106--1
-05/08/98--01070--006
*****70.00 *****70.00

Dear Sirs:

Enclosed please find an original and two copies of Articles of Incorporation and a Resident Agent Designation for Carpenter & Associates, Inc., together with my check in the amount of \$70.00. Please file this, returning a copy to me.

Sincerely,

Shari L. Carpenter

Shari L. Carpenter

FILED
98 MAY -8 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/12/98

ARTICLES OF INCORPORATION
FOR
CARPENTER & ASSOCIATES, INC.

FILED

98 MAY -8 AM 9:26

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE: The name of the Corporation is
CARPENTER & ASSOCIATES, INC.

ARTICLE TWO: The duration of the corporation is
perpetual.

ARTICLE THREE: The general purpose for which the
corporation is organized is to transact any lawful business
for which corporations may be incorporated under the Florida
General Corporation Act or engage in any trade or business
for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which
the corporation is authorized to issue is One Thousand
(1000). Such shares shall be of a single class, and shall
have a par value of Ten Cents (\$.10).

ARTICLE FIVE: The street address of the
corporation's principal office, the mailing address of the
corporation and the initial registered office of the
corporation is 12898 82nd Street North, West Palm Beach,
Florida 33412, and its initial registered agent at such
address is SHARI L. CARPENTER.

ARTICLE SIX: The number of directors constituting
the initial board of directors of the corporation is one. The
name and address of each person who is to serve as a member
of the initial board of directors is:

SHARI L. CARPENTER, 12898 82nd Street North, West Palm Beach,
Florida 33412

It is anticipated that this corporation will be operated by
the stockholders without a Board of Directors.

ARTICLE SEVEN: The name and address of each
incorporator is:

SHARI L. CARPENTER, 12898 82nd Street North, West Palm Beach,
Florida 33412

Executed by the undersigned at West Palm Beach,
Florida this 5th day of May, 1998.

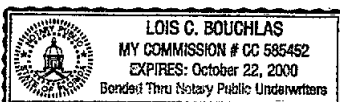
Shari L. Carpenter
SHARI L. CARPENTER

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
5th day of May, 1998, by SHARI L. CARPENTER, who is
personally known to me and who did take an oath.

Lois C. Bouchlas
Signature of Notary

LOIS C. BOUCHLAS
Name of Notary (Print)



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 STATUTE. THE FOLLOWING IS SUBMITTED.

FIRST--THAT CARPENTER & ASSOCIATES, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 12898 82ND STREET NORTH, WEST PALM BEACH, FLORIDA 33412, HAS NAMED SHARI L. CARPENTER, LOCATED AT 12898 82ND STREET NORTH, WEST PALM BEACH, FLORIDA 33412, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Shari L. Carpenter
CORPORATE OFFICER

TITLE President

DATE 5-5-98

HAVING BEEN NAMED 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 AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Shari L. Carpenter
RESIDENT AGENT

DATE 5-5-98

FILED
98 MAY -8 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA