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June 4, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Pharaoh Enterprises, Inc.
Incorporation

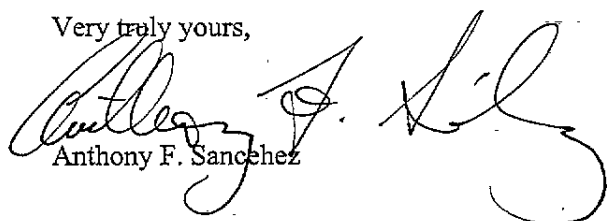
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****122.50 ****122.50

To Whom It May Concern:

Enclosed please find original Articles of Incorporation for the above referenced corporation, along with Check No. 1150 in the amount of \$122.50 representing the filing fee for same. Please forward a stamped in copy of the Articles in the enclosed self addressed stamped envelope provided for your convenience.

Should you have any questions, please do not hesitate to contact the undersigned at the above address and telephone number.

Very truly yours,


Anthony F. Sanchez

AFS/mp
Encls.
c:/tb/sos

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE I: The name of this corporation is:

PHARAOH ENTERPRISES, INC.

ARTICLE II: The principal office and mailing address of the corporation shall be: 3818 Jog Road, Lake Worth, Florida 33467.

ARTICLE III: This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: The corporation is authorized to issue 300 shares of common stock, par value \$1.00 per share.

ARTICLE V: The name of the initial registered agent, and the street address of the initial registered office, of the corporation are: Richard J. Bogani, 3818 Jog Road, Lake Worth, FL 33467.

ARTICLE VI: The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial director of the corporation is: Richard J. Bogani, 3818 Jog Road, Lake Worth, FL 33467.

ARTICLE VII: The name and address of the Incorporator of the corporation is: Richard J. Bogani, 3818 Jog Road, Lake Worth, FL 33467.


ARTICLE VIII: The corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by law.

ARTICLE IX: The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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CLERK OF STATE
TALLAHASSEE FLORIDA
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ARTICLE X: The corporation shall commence corporate existence on the day of filing.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 day of APRIL, 1998.

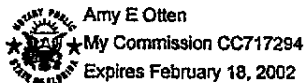

Richard J. Bogani
Incorporator

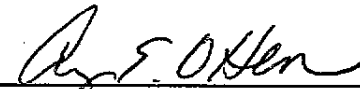
STATE OF FLORIDA)
 :
COUNTY OF PALM BEACH)

Before me, notary public authorized to take acknowledgments in the State and County seat above, personally appeared Richard J. Bogani, personally known to me and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of April, 1998.

My commission expires: 2002




Notary Public
State of Florida

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


Richard J. Bogani

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SECRETARY OF STATE
TALLAHASSEE FLORIDA