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ERIC V. GILL
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ADMITTED TO PRACTICE
NEW YORK
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4393 RIDGEWOOD AVENUE - SUITE 1
PORT ORANGE, FLORIDA 32127

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August 21, 1998

Florida Department of State
Division of Corporations
409 E. Gaines
Tallahassee, FL 32399

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-08/24/98--01110--018
*****70.00 *****70.00

IN RE: Articles of Incorporation
Superior Designs of Port Orange, Inc.

Gentlemen:

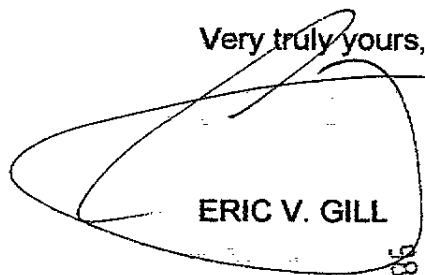
Enclosed please find Articles of Incorporation together with a check in the amount of \$70.00 for the filing fee for:

SUPERIOR DESIGNS OF PORT ORANGE, INC.

I am enclosing a copy of the Articles of Incorporation and a self addressed stamped envelope so you may return same to me as verification of receipt and processing.

I would appreciate any effort you may expend to expedite the filing of this entity and if you should have any questions please contact me at your earliest convenience.

Very truly yours,



ERIC V. GILL

EVG/kit
cc: client

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
SUPERIOR DESIGNS OF PORT ORANGE, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to transact business hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: **SUPERIOR DESIGNS OF PORT ORANGE, INC.**
The principal place of business of this corporation shall be: 503-A Herbert Street, Port Orange, Florida 32127

ARTICLE II - NATURE OF BUSINESS

This corporation may transact or engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Shares of common stock having a par value of 10 cents per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 4393 Ridgewood Avenue, Suite 1, Port Orange, Florida 32127 and the name of the initial registered agent of the corporation at that address is ERIC V. GILL.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - 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 at the price at which it is offered to others.

ARTICLES VII - MANAGEMENT

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President	WAYNE T. DUBOIS
Resident Agent	ERIC V. GILL
Treasurer	CONNIE L. DUBOIS
Secretary	CONNIE L. DUBOIS

ARTICLE IX - SUBSCRIBER

The name and street address and number of shares (percentage) of the subscriber to these Articles of Incorporation is:

WAYNE T. DUBOIS	503-A Herbert Street	100%
	Port Orange, Florida 32127	

IN WITNESS WHEREOF, I have hereunto subscribed my name and seal, this 10th day of August, 1998.

Wayne T. Dubois
WAYNE T. DUBOIS

STATE OF FLORIDA
COUNTY OF VOLUSIA

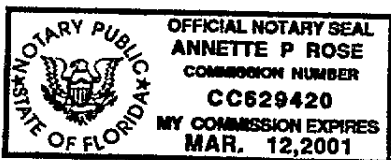
Before me, a Notary Public, authorized to take acknowledgments, personally appeared WAYNE T. DUBOIS, () identified by Florida Drivers License or () personally known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 10th day of August, 1998.

Annette P. Rose
Notary Public, State of Florida

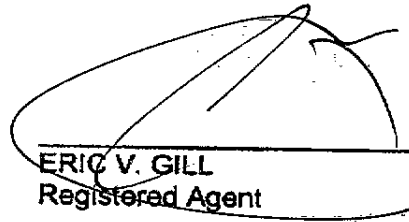
(SEAL)

My Commission Expires:
March 12, 2001



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated above, 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.


ERIC V. GILL
Registered Agent

FILED
CLERK OF STATE
DIVISION OF CORPORATION
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