

**Gromko & Porter
Accounting & Tax Services**

P98000082114

306 East Boynton Beach Blvd.
Boynton Beach, FL 33435

Phone 561-737-8017
Fax 561-737-0433

SEPTEMBER 09, 1998

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

300002643193--9
-09/18/98--01051--019
****122.50 ****122.50

DEAR SIRs:

ENCLOSED, PLEASE FIND CHECK FOR \$ 122.50 FOR INCORPORATING
STEBBINS & PARK INC.

WHEN COMPLETED PLEASE RETURN TO:

GROMKO & PORTER ACCOUNTING
306 E. BOYNTON BEACH BLVD.
BOYNTON BEACH, FL 33435

THANKING YOU IN ADVANCE.

SINCERELY,


JOHN F. MORACK
ACCOUNTANT

FILED
98 SEP 12 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall

SEP 22 1998

(4)

Gromko & Porter
Accounting & Tax Services

FILED

306 East Boynton Beach Blvd.
Boynton Beach, FL 33435

98 SEP 18 PM 2:13

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be :STEBBINS & PARK, INC

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is Five Hundred (500) Shares of common stock, of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than One Hundred (\$100.00) Dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the Corporation shall be: 4658 ELLWOOD DR.
DELRAY BEACH, FL. 33445

The Board of Directors may from time to time move the principal office to any other address in Florida.

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have 02 Director(s) initially.

The number of Directors may be either increased or diminished by the by - laws adopted by the shareholder(s) but shall never be less than one. The name and address of the initial Director of this Corporation:

LYDIA B. STEBBINS
4658 ELLWOOD DR.
DELRAY BEACH, FL. 33445

LARRY D. STEBBINS
4658 ELLWOOD DR.
DELRAY BEACH, FL. 33445

ARTICLE VIII, INCORPORATOR

LYDIA B. STEBBINS
4658 ELLWOOD DR.
DELRAY BEACH, FL. 33445

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Service.

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ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

THE REGISTERED AGENT BAJ ACCOUNTING & TAX SERVICE, INC.
LOCATED AT 306 EAST BOYNTON BEACH BLVD., BOYNTON
BEACH, FL. 33435. ACCEPT THIS POSITION AS SIGNED BELOW: I
HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

John Porter
JOHN PORTER - accountant

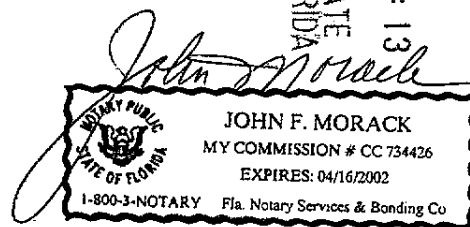
THE REGISTERED OFFICE WILL BE AT: CARE OF
GROMKO & PORTER ACCOUNTING
306 EAST BOYNTON BEACH BLVD.
BOYNTON BEACH, FL. 33435

IN WITNESS WHEREOF, the undersigned, as subscribing
incorporators, have hereinto set our hands and seals this
24th day of June 1998 for the purpose of forming this
Corporation under the Laws of the State of Florida, and
hereby make and file, in the office of the Secretary of
State of Florida, these Articles of Incorporation, and
certify that the facts herein stated are true.

EXECUTED THIS 9TH DAY OF SEPTEMBER 1998

Lidia B. Stebbins
LYDIA B. STEBBINS PRESIDENT

SWORN TO AND SUBSCRIBED BEFORE ME
THIS 9th DAY OF SEPTEMBER 1998.



JOHN MORACK, NOTARY