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September 17, 1998

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

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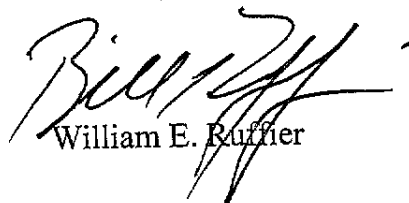
Re: Professional Creative Contracting, Inc.
Our File No.: 1716-04

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation and an original and one copy of the Certificate Designating Registered Agent In Place of Business for Service of Process in the above-referenced matter. Also enclosed is our firm's check in the amount of \$122.50 which represents your filing fee. Please file the Articles of Incorporation and Certificate and return the certified copy to our office.

Please give me a call should you have any questions or require anything further.

Sincerely,


William E. Ruffier

WER/ts
Enclosures

cc: Mr. Jim Moenning
w/encs.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION FOR
PROFESSIONAL CREATIVE CONTRACTING, INC.

The undersigned subscriber to these Articles of Incorporation, makes, subscribes and acknowledges the following Articles of Incorporation under the laws of the State of Florida.

ARTICLE I.

The name of the professional corporation shall be:

PROFESSIONAL CREATIVE CONTRACTING, INC.

ARTICLE II.

The professional corporation shall have perpetual existence.

ARTICLE III.

The specific nature of the business to be transacted by this corporation shall be general contracting, and generally:

- (a) To engage in every phase and aspect of business that a corporation under the laws of the State of Florida is authorized to render.
- (b) To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the operation of such corporation.
- (c) To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.
- (d) It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

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ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue shall be 1,000 shares of voting common stock with no par value, which shall be designated "common stock".

ARTICLE V.

The principal place of business that the corporation shall be:

768 Forder Crossing Court, St. Louis, MO 63129.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit. The incorporator of the corporation shall be:

William E. Ruffier, 108 East Central Boulevard, Orlando, Florida 32801.

ARTICLE VI.

The initial Registered Agent of the corporation at the registered address shall be:

William E. Ruffier, 108 East Central Boulevard, Orlando, Florida 32801

ARTICLE VII.

The corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one (1). The shareholder shall have the right and power at any regular meeting or at any special meeting called for such purpose to remove any Director of the corporation with or without cause.

ARTICLE VIII.

The names and addresses of the members of the initial Board of Directors who shall hold office until their successors are elected are as follows:

Jim Moenning
768 Forder Crossing Ct.
St. Louis, MO 63129

ARTICLE IX.

The names of the initial officers of the corporation are as follows:

President:	Jim Moenning
Vice-President:	John Howley
Treasurer:	Jim Moenning
Secretary:	John Howley

ARTICLE X.

Except as otherwise provided by law, the entire voting power for the election of Directors and all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XI.

No shareholder of the corporation shall sell or transfer his shares of stock herein except to another individual who is eligible to be a shareholder of this corporation.

ARTICLE XII.

The corporation shall have all the power and authorities now or hereinafter granted or permitted by law with respect to indemnification of Directors, Officers, Employees and Agents, including former Directors, Officers, Employees and Agents.

ARTICLE XIII.

The corporation elects to have preemptive rights as provided by the Florida Business Corporation Act. Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price which is offered to others, a prorated portion of:

1. Any stock of any class that the corporation may issue or sell whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of the shares of stock of the corporation required by it after the issuance thereof, and whether issued for cash, labor done, personal property, or property or leases thereof; or to any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE XIV.

The Directors of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer or other disposition of any of the outstanding shares of stock by any of its shareholders, or in the event the death of any its shareholders.

ARTICLE XV.

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

- (a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.
- (b) At its option, to purchase and acquire any or all of its shares owned and held by any shareholders as such desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided however, the capital of this corporation cannot be impaired thereby.
- (c) To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

ARTICLE XVI.

The Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XVII.

The mailing address for correspondence purposes of the corporation shall be:

768 Forder Crossing Ct., St. Louis, MO 63129

IN WITNESS WHEREOF, the subscriber affixed his signature this 16th day of
September, 1998.

William E. Ruffier
WILLIAM E. RUFFIER

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIAM RUFFIER, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th
day of September, 1998.

Tracey Shughart
NOTARY PUBLIC - State of Florida
My Commission Expires:



Tracey Shughart
My Commission CC633388
Expires March 26, 2001

**CERTIFICATE DESIGNATING REGISTERED AGENT
IN PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:


First that PROFESSIONAL CREATIVE CONTRACTING, INC. with its place of business at 768 Forder Crossing Court, St. Louis, MO 63129 has named William E. Ruffier, Registered Agent, located at 108 East Central Boulevard, Orlando, Florida 32801 as its agent to accept service of process within Florida.


William E Ruffier
As Incorporator

Dated: September 16, 1998

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TALLAHASSEE FLORIDA

Having been named to accept service of process for the above-stated organization, at the place designated in the certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to proper and complete performance of my duties, and I accept the duties and obligations of Sections 48.091 and 607.325 Florida Statutes.


William E. Ruffier
As Registered Agent

Dated: Sept - 16, 1998