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VIA FEDERAL EXPRESS #807035715312

October 14, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

700002664667--2
-10/15/98--01068--008
*****122.50 *****78.75

Re: **Ten-Mill of Palm Beach County, Inc.**
Ten-Mill of Broward County, Inc.

Filing Department:

Enclosed and filed herewith are the originals and one copy each of the Articles of Incorporation for the above-captioned companies.

Also, enclosed are two checks in the amount of \$122.50 each as the required fee for filing, designation of registered agent and certification.

Very truly yours,

W. RODGERS MOORE, P.A.


Allison Edwards

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 15 AM 8:52

Q. Perinton OCT 16 1998

ARTICLES OF INCORPORATION
OF
TEN-MILL OF PALM BEACH COUNTY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 15 AM 8:52

ARTICLE I
NAME

The name of this corporation is: Ten-Mill of Palm Beach County, Inc.

The principal address is: 1701 West Hillsboro Boulevard, Suite 401, Deerfield Beach, Florida 33431.

ARTICLE II
PURPOSE

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

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, par value shall be \$.001 per share.

The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is: W. Rodgers Moore. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be increased from time to time in accordance with the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Kim Myrick

1664 Flagler Manor Circle
West Palm Beach, FL 33411

Christy Bearse

9 Bentwood Drive
Palm Beach Gardens, FL 33418

ARTICLE VII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.


ARTICLE VIII
CLASS VOTE

Any merger, reorganization, consolidation, recapitalization or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

ARTICLE IX
INCORPORATOR

The name and street address of the person signing these Articles is W. Rodgers Moore, 4800 North Federal Highway, Suite 210-A, Boca Raton, FL 33431.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation as of this 14 day of October, 1998.



Initial Subscriber and Incorporator
W. Rodgers Moore

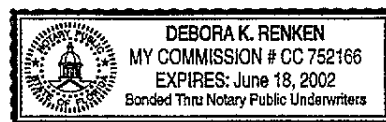
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14 day of October, 1998, by W. Rodgers Moore, who is personally known to me.



Notary Public



Acceptance of Registered Agent

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 of the Florida Statutes.



Registered Agent

W. Rodgers Moore

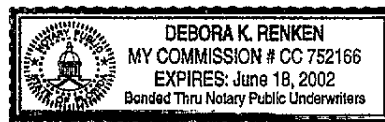
STATE OF FLORIDA

COUNTY OF PALM BEACH

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NOTARY PUBLIC



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