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CARYN J. CLAYMAN

October 21, 1998

File No.

Bureau of Corporate Records
State of Florida
409 East Gaines Street
Tallahassee, Florida 32301

500002671025--6
-10/23/98--01045--002
122.50 **78.75

RE: Incorporation of L n B GROVES OF THE PALM BEACHES, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above referenced proposed Florida corporation.

Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$70.00
Certified Copy	\$30.00
Registered Agent	
Designation	\$22.50

Total \$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible.

Thank you for your anticipated cooperation.

Very truly yours,

Charles F. Possess
Charles F. Possess *(mmw)*

CFP/mmww
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 23 AM 11:33

10-26
455

ARTICLES OF INCORPORATION
OF
L n B GROVES OF THE PALM BEACHES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 23 AM 11:34

ARTICLE I. NAME

The name of the corporation is L n B GROVES OF THE PALM BEACHES, INC.

ARTICLE II. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue three hundred (300) shares of One Dollar (\$1.00) par value common stock which shall be designated as common stock.

ARTICLE IV. VOTING RIGHTS

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

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3645 North Federal Highway, Delray Beach, Florida 33483 and the name of the initial registered agent of this corporation at that address is MARITSA HORBEEK.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1) director. The name and address of the initial directors of this corporation are:

MARITSA HORBEEK
3645 North Federal Highway
Delray Beach, FL 33483

HANK HORBEEK
3645 North Federal Highway
Delray Beach, FL 33483

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

MARITSA HORBEEK
3645 North Federal Highway
Delray Beach, FL 33483

ARTICLE VIII. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation will be 3645 North Federal Highway, Delray Beach, Florida. The mailing address of the corporation shall be 3645 North Federal Highway, Delray Beach, Florida 33483.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the share holders.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI. 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on October 22, 1998.

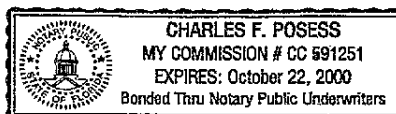

MARITSA HORBEEK

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22ND day of OCTOBER, 1998 by MARITSA HORBEEK as Incorporator of L n B GROVES OF THE PALM BEACHES, INC., a Florida corporation to be formed, on behalf of the corporation. He/She is personally known to me or has produced _____ (type of identification) as identification and did not take an oath.


Notary Public, State of Florida
Name: CHARLES F. POSSESS

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING AGENT WHOM
PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with this Statute:

That L n B GROVES OF THE PALM BEACHES, INC., desiring to
organize under the laws of the State of Florida as indicated in the
Articles of Incorporation, has named MARITSA HORBEEK located at
3645 North Federal Highway, Delray Beach, Florida 33483, as its
agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above-
named corporation, at the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open this office.



MARITSA HORBEEK
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 23 AM 11:34