

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

ATTORNEYS AT LAW
SUITE 401
2200 CORPORATE BOULEVARD, NW
BOCA RATON, FLORIDA 33431

TELEPHONE: 561-997-9223

TELEFAX: 561-997-6224

ROBERT J. HUNT
JOSEPH R. COOK
DAVID A. RIGGS
RYNA E. MEHR *
LAWRENCE J. MILLER

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* ESTATE PLANNING

P98000099136

November 18, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

100002693761--4
-11/23/98--01085--012
*****78.75 *****78.75

RE: 2nd Son Corp.

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation together with our \$78.75 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	35.00
Certified copy of Articles of Incorporation	8.75

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By:

Betsy Courant

Betsy Courant
Legal Assistant

/bc
encls.

FILED
98 NOV 23 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD
11/25

ARTICLES OF INCORPORATION

FOR

2nd SON CORP.

FILED
98 NOV 23 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **2nd SON CORP.**

1. The name of the corporation is **2nd SON CORP.**
2. The principal office of the corporation is:

4610 Bayview Drive
Fort Lauderdale, Florida 33308

3. The corporation shall have authority to issue 1,000 shares of stock, all of one class with a par value of \$1.00 per share.

4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.

5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.

6. The name and address of the incorporator is:

Name

Address

HCRM Corp.

Suite 401
2200 Corporate Boulevard, N.W.
Boca Raton, Florida 33431

7. The number of directors constituting the initial board of directors is one and his name and address is:

Name	Address
Terry B. Syrcle	4610 Bayview Drive Fort Lauderdale, Florida 33308

8. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Business Corporation Act shall be the date of filing of these Articles of Incorporation with the Department of State.

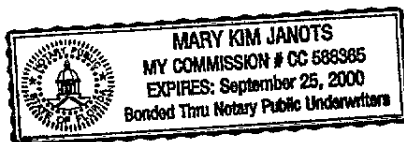
Executed and subscribed at Boca Raton, Florida on November 18, 1998.

HCRM Corp., as Incorporator

By: Lawrence J. Miller
Lawrence J. Miller, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of 2nd SON CORP. were acknowledged before me by Lawrence J. Miller, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 18th day of November, 1998 on behalf of HCRM Corp.



Mary Kim Janots
Notary Public
MARY KIM JANOTS

Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of 2nd SON CORP. and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: Lawrence J. Miller VP
Lawrence J. Miller, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Lawrence J. Miller, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 18th day of November, 1998 on behalf of the Corporation.



Mary Kim Janots
Notary Public

MARY KIM JANOTS

FILED
98 NOV 23 AM 9:03
CLERK OF STATE
TALLAHASSEE, FLORIDA