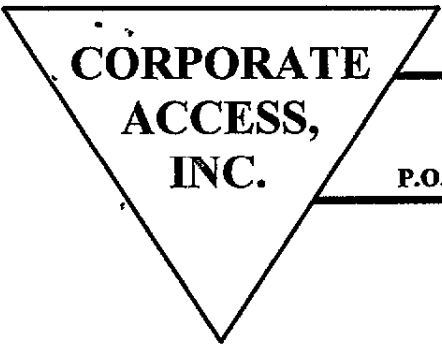


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236 East 6th Avenue . Tallahassee, Florida 32303

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P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

WALK IN

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PICK UP 2/12/99 4:00 PM (with smiley face)

CERTIFIED COPY

CUS

PHOTO COPY

FILING Articles

FILED
99 FEB 12 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.) Florida Valuation & Management, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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*****140.00 *****70.00

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

P. Hall
FEB 12 1999
(with handwritten 'S' in a circle)

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99 FEB 12 PM 2:42
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA VALUATION & MANAGEMENT, INC.

The Undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FLORIDA VALUATION & MANAGEMENT, INC.

The address of the corporation is:

2850 SE Second Street
Pompano Beach, Florida 33062

County of Broward

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in or transacting any or all lawful activities 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 FIVE HUNDRED (500) shares of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

Prepared by:

Gerald K. Burton, Esq.
Florida Bar Number 205354
Gerald K. Burton, P.A.
5841 Corporate Way, Suite 106
West Palm Beach, Florida 33407
(561)687-7737

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TALLAHASSEE, FLORIDA

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent is:

John Tatum
2850 SE Second Street
Pompano Beach, Florida 33062

County of Broward

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name(s) and address(es) of director(s) are as follows:

John Tatum
2850 SE Second Street
Pompano Beach, Florida 33062

Lindy Lee Elowitz
2850 SE Second Street
Pompano Beach, Florida 33062

Arnold Mark Schiller
2850 SE Second Street
Pompano Beach, Florida 33062

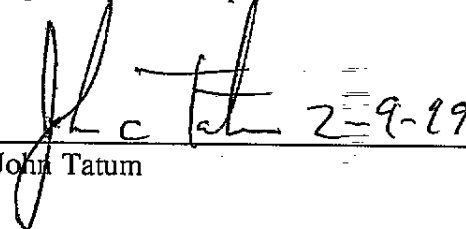
ARTICLE VII - INCORPORATORS

The name and address of the undersigned incorporator to these Articles of Incorporation is as follows:

John Tatum
2580 Se Second Street
Pompano Beach, Florida 33062

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of February, 1999.

Signature of Incorporator

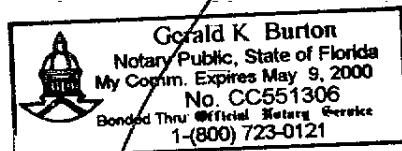

John Tatum

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

THE FOREGOING instrument was acknowledged and sworn to before me this 9th day February, 1999, by John Tatum, incorporator of FLORIDA VALUATION & MANAGEMENT, INC., who is personally known to me or who has provided the following identification: _____


Notary Public

My Commission Expires:



FLORIDA VALUATION & MANAGEMENT, INC.

Articles of Inc., p 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

2. The name and address of the registered agent and office is:

County of Broward

John Tatum 2-9-99
Date

Signature of Registered Agent

Date _____

John Tatum 2-9-99

Prepared by:

Gerald K. Burton, Esq.
Florida Bar Number 205354
Gerald K. Burton, P.A.
5841 Corporate Way, Suite 106
West Palm Beach, Florida 33407