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99 FEB 18 AM 11:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 16, 1999

Florida Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

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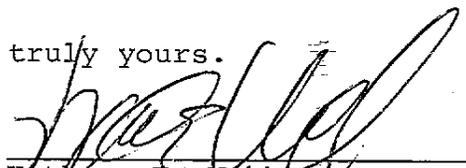
RE. P.E.S, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


Kathryn E. Webber

P.E.S INCORPORATED

665 Enfield Court
Delray Beach FL 33444

(561) 278-9919

P. Hall

FEB 19 1999

(4)

ARTICLES OF INCORPORATION

of

P.E.S INCORPORATED
(name of corporation)

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The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

P.E.S INCORPORATED

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
8000 WEST ATLANTIC AVE		
CITY DELRAY BEACH	FLORIDA	ZIP 33467

Mailing address, if different

STREET ADDRESS		
665 ENFIELD COURT		
CITY DELRAY BEACH	FLORIDA	ZIP 33444

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME KATHRYN E. WEBBER		
ADDRESS 3141 DREW WAY		
CITY WEST PALM BEACH	FLORIDA	ZIP 33406

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors 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). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	JOHN S. SNYDER	
ADDRESS	932 NW WATERLILY PLACE	
CITY	STATE	ZIP
	FLA	34957
NAME	KATHRYN E. WEBBER	
ADDRESS	3141 DREW WAY	
CITY	STATE	ZIP
	FLA	33406
NAME		
ADDRESS		
CITY	STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JOHN S. SNYDER	
ADDRESS	932 NW WATERLILY PLACE	
CITY	STATE	ZIP
	FLA	34957
NAME	KATHRYN E. WEBBER	
ADDRESS	3141 DREW WAY	
CITY	STATE	ZIP
	FLA	33406
NAME		
ADDRESS		
CITY	STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 16th day of FEBRUARY, 19 99.

 (Signature)
 (Signature)
 _____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

P.E.S INCORPORATED
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

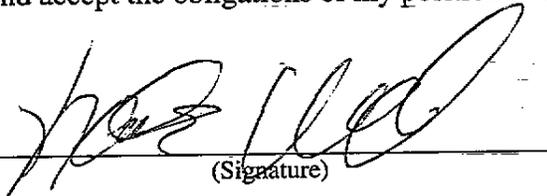
at 3141 DREW WAY

WEST PALM BEACH FLA 33406

has named KATHRYN E. WEBBER

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

FEBRUARY 16, 1999
(Date)