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Of Counsel
James S. Robinson

August 19, 1999

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

Re: Lyn Garrett & Company, Inc. Articles of Incorporation

300002965673--0
-08/20/99-01068-017
****122.50 *****78.75

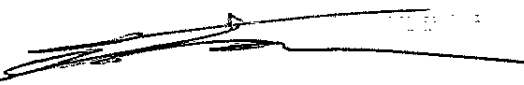
Dear Sirs:


Please find enclosed for filing the original and one copy of the Articles of Incorporation of Garrett & Company, Inc.. Also enclosed is our corporate check in the amount of \$122.50 to cover the necessary filing fees. I AM FURTHER REQUESTING AN EFFECTIVE DATE OF OF AUGUST 13, 1999.

PLEASE CALL OUR OFFICE AT 1-800-749-1200 UPON RECEIPT OF THESE ARTICLES.

Thank you.

Sincerely yours,


Shirley M. Pucillo
Secretary to Timothy L. Whalen
Enclosures


GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective Date
DATE 8/25/99
OSC EXAM [Signature]

ARTICLES OF INCORPORATION
OF
LYN GARRETT & COMPANY, INC.

FILED
99 AUG 20 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

Lyn Garrett & Company, Inc.

The principal place of business of this corporation shall be 560 Village Blvd., Suite 144, West Palm Beach, Florida 33409.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having \$1.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 301 Clematis Street, Suite 200, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is Timothy L Whalen.

ARTICLE V - TERM OF EXISTENCE

The corporation shall exist in perpetuity, commencing August 13, 1999.

ARTICLE VI - DIRECTORS

This corporation shall initially have one Director. The maximum number of Directors of the corporation is seven (7). The name and address of the initial Director is:

Lyn Garrett
560 Village Blvd., Suite 144
West Palm Beach, FL 33409

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

Lyn Garrett, President and Secretary
560 Village Blvd., Suite 144
West Palm Beach, FL 33409

ARTICLE VIII - INCORPORATOR

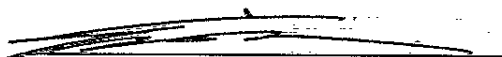
The name and street address of the incorporator to these Articles of
Incorporation is:

Timothy L. Whalen
301 Clematis Street
Suite 200
West Palm Beach, Florida 33401

ARTICLE IX - AMENDMENT


These Articles of Incorporation may be amended by a majority interest of
the shareholders of the corporation at a meeting duly called for such purpose.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 27 day of July, 1999.


Timothy L. Whalen, Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by TIMOTHY L.
WHALEN, who is personally known to me or who has produced a driver's license as
identification and who did take an oath, this 27 day of July, 1999.


Notary Public, State of Florida

Print Name: _____

Commission No.: _____

My commission expires: _____



SHIRLEY M PUCILLO
My Commission CC546650
Expires Apr. 09, 2000


CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, and Chapter 607.034, Florida Statutes, the
following is submitted in compliance with said Act:

That GARRETT & COMPANY, INC., desiring to organize under the laws
of the State of Florida, with its registered office as indicated in the Articles of Incorporation
at the City of West Palm Beach, Florida, hereby appoints Timothy L. Whalen, as its agent
to accept service of process within this State.

ACKNOWLEDGMENT:

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


TIMOTHY L. WHALEN
Registered Agent

DATED: 8-19-99

FILED
99 AUG 20 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA