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ATTORNEY AT LAW

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August 23, 1999

Secretary of State, State of Florida
The Capitol
Tallahassee, Florida 32301

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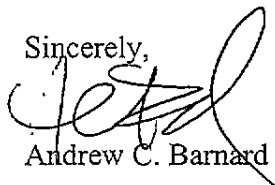
Re: Incorporation of NAGLER + RENEGAR, ARCHITECTS, P.A.

Dear Sir:

Enclosed please find the Articles of Incorporation of NAGLER + RENEGAR, ARCHITECTS, P.A., together with my check in the sum of \$122.50 covering the filing fees and taxes. Please return a certified copy acknowledging it's been filed showing the time and date stamped on its face (showing when it was received) to the undersigned upon filing the corporation.

Otherwise, I hope this letter finds you and yours in good health and spirits.

Sincerely,



Andrew C. Barnard

cc:file
enc:/as noted
acb:ab

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99 AUG 25 AM 9:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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8/25/99
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ARTICLES OF INCORPORATION
OF
NAGLER + RENEGAR, ARCHITECTS, P.A.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporators of NAGLER + RENEGAR, ARCHITECTS, P.A., a corporation under the Florida Professional Corporation Act, adopts the following Articles of Incorporation:

1. The name of the corporation shall be as stated above.
2. The period of duration is perpetual.
3. The purpose of the corporation shall be to engage in all retail and wholesale trade and business, real estate, management, sales or services as provided for under the laws of the State of Florida, and any and all other business activities permitted under the laws of the state of Florida or the United States of America whether the activities be within or without the jurisdiction of the United States of America, with the exception of banking or banking activities, unless otherwise permitted by special charter in which case an amendment will be attached to these Articles of Incorporation permitting the same.
4. The capital stock of the corporation authorized, the par value thereof, and the characteristics of such stock shall be as follows: 10,000 shares at \$1.00 par value.

All of such stock shall be payable in cash or other valuable property, real or personal, tangible or intangible, or in labor or services actually performed for the said corporation, at a just valuation to be fixed by the Board of Directors of the corporation.
5. The corporation shall be deemed to exist as a valid corporation under the Laws of the State of Florida on the date in which the Articles of Incorporation are filed in the office of the Secretary of State.

6. The initial principal place of business of the corporation shall be located at: 21321 NE 25 Court, Miami, Fl. 33180.

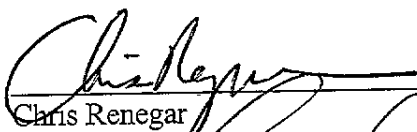
7. The name of the initial Registered Agent in the State of Florida authorized to accept service of process on behalf of said corporation and his address shall be: Andrew C. Barnard, 9655 South Dixie Highway, Suite 312, Miami, Fl. 33156.

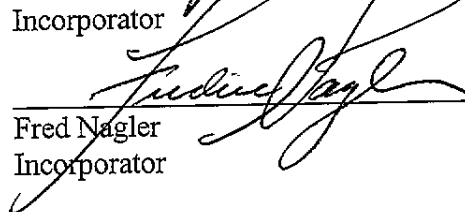
8. The number of directors constituting the initial Board of Directors of the corporation shall be 2, whose names and addresses are as follows: Chris Renegar, 9750 SW 216 Terrace, Miami, Fl. 33190, and Fred Nagler, 21321 NE 25 Court, Miami, Fl. 33180. The number of directors shall never be less than one nor more than seven.

9. The names and addresses of the incorporators will be as follows: Chris Renegar, 9750 SW 216 Terrace, Miami, Fl. 33190, and Fred Nagler, 21321 NE 25 Court, Miami, Fl. 33180.

10. Shareholders shall have pre-emptive rights on all new stock issues.

11. The shares that are issued by this professional corporation are subject to the provisions of the Florida Professional Corporation Act or its successor. The rights to transfer shares of this company are restricted by law.


Chris Renegar
Incorporator


Fred Nagler
Incorporator

DATED this 20 day of August, 1999.

STATE OF FLORIDA)

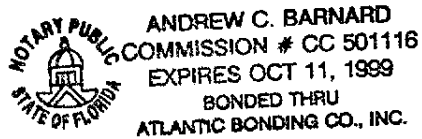
COUNTY OF DADE) S/S
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BEFORE ME, the undersigned authority, personally appeared Chris Renegar and Fred Nagler, who are personally known to the undersigned and who are the persons described in and who subscribed to the foregoing Articles of Incorporation of NAGLER + RENEGAR, ARCHITECTS, P.A., a Florida Professional Corporation, and who acknowledged before me that they did freely and voluntarily subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, We have hereunto set our hands and official seals, at Miami, in said County and State aforestated this 20th day of August, 1999.



NOTARY PUBLIC, State of Florida At Large



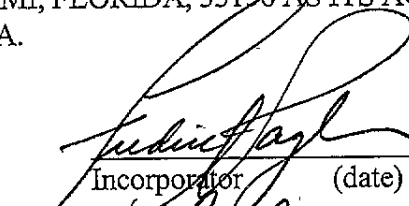
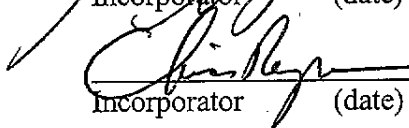
My Commission Expires:

**CERTIFICATE DESIGNATING RESIDENT AGENT, PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA ON BEHALF
OF A CORPORATION**

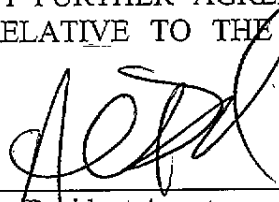
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST, NAGLER + RENEGAR, ARCHITECTS, P.A., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT 21321 NE 25 Court, Miami, Fl. 33180, IN THE CITY OF MIAMI AND STATE
OF FLORIDA, HAS NAMED ANDREW C. BARNARD, residing at 9655 SOUTH DIXIE
HIGHWAY, SUITE 312, MIAMI, FLORIDA, 33156 AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


Incorporator (date) 8/20/99

Incorporator (date) 8/20/99

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 I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

Signature:  8/20/99
Resident Agent (date)