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KORN, ZEHMER & GELLATLY, P.A.
ATTORNEYS AT LAW
JACKSONVILLE, FLORIDA

PLEASE REPLY TO:
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JACKSONVILLE, FLORIDA 32288-0700
TELEFAX (904) 200-0384

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6020 SOUTHPOINT DRIVE, SOUTH
JACKSONVILLE, FLORIDA 32216
TELEPHONE (904) 200-2111

December 27, 1995

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

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****122.50 ****122.50

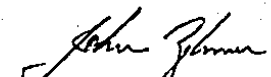
Re: Capernaum, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of articles of incorporation and registered agent designation for the above-named corporation. Also, a check in the sum of \$122.50 is enclosed which represents the following fees: \$35.00 fee to file the articles of incorporation; \$35.00 fee to file the registered agent designation; and \$52.50 for a certified copy of the foregoing.

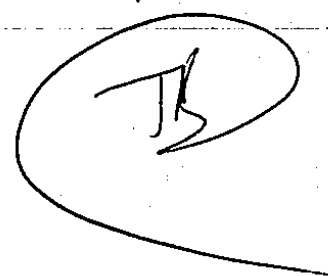
Please file the enclosed originals and return certified copies to the undersigned in the enclosed, self-addressed stamped envelope. Your prompt attention to this matter is greatly appreciated.

Sincerely yours,


John H. Zehmer

Enclosures
JHZ:val/CAPL12.27

1/8/96



**ARTICLES OF INCORPORATION
OF
CAPERNAUM, INC.**

FILED
96 JAN -2 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is: Capernaum, Inc. The principal office of the corporation is located at 14095 Mandarin Road, Jacksonville, Florida 32223.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The aggregate number of shares of stock which this corporation shall have authority to issue is 10,000, consisting of one class only, designated as "common stock", and having a par value of ten cents (\$0.10) each. Each issued and outstanding share shall be entitled to one vote.

ARTICLE IV

This corporation shall have perpetual existence. The existence of this corporation shall begin as of the date of the filing of these articles.

ARTICLE V

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, there shall be two (2) directors.

ARTICLE VI

The name and post office address of the initial directors of the corporation, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

Names

Post Office Address

Mark W. Cates

14095 Mandarin Road
Jacksonville, Florida 32223

Thomas L. Rossi

4495 Boulder Ridge Drive
Dayton, Ohio 45440

ARTICLE VII

The name and post office address of the incorporator of this corporation is as follows:

Name

Post Office Address

Mark W. Cates

14095 Mandarin Road
Jacksonville, Florida 32223

ARTICLE VIII

The street address of the initial registered office of this corporation is 14095 Mandarin Road, Jacksonville, Florida 32223, and the name of the initial registered agent of this corporation at that address is Mark W. Cates.

ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and without the State of Florida, to make,

subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 26th day of December, 1995.

Signed, sealed and delivered
in the presence of:

Laura S. Olsen

Mark W. Cates (SEAL)
Mark W. Cates

Print Name: Laura S. Olsen

Valerie B. Nunnery

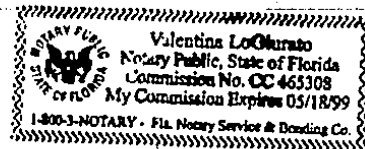
Print Name: Valerie B. Nunnery

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

BE IT REMEMBERED that on this 26th day of December, 1995, personally came before me, Mark W. Cates, who () is personally known by me (✓) has produced FL driver's license C320559690160 as identification, and who is the incorporator of the foregoing Articles of Incorporation and acknowledged that he signed said Articles in his act and deed on behalf of Capernaum, Inc., and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and here aforesaid.

Valentina LoGiurato
Print Name: Valentina LoGiurato
Notary Public, State of Florida



**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

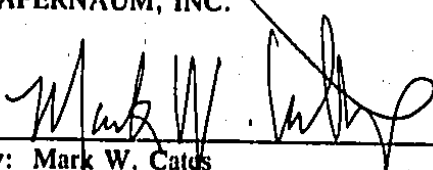
Pursuant to Section 48.091, Florida Statutes, the following is submitted

That Capernaum, Inc., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named Mark W. Cates, 14099 Mandarin Road, Jacksonville, Florida 32223, as its agent to accept service of process within this state.

CAPERNAUM, INC.

12/26/95

Date

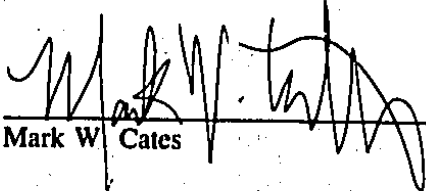

By: Mark W. Cates
Incorporator

ACCEPTANCE

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

12/26/95

Date


Mark W. Cates

CAPER.A01