

P970000-78734



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 524339 9585A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia P. P.

ORDER DATE : September 10, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 524339-005

200002289102--0

CUSTOMER NO: 9585A

CUSTOMER: Archie O. Lowry, Jr., Esq
POTTER CLEMENT AND LOWRY

308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME:

of Lake County.
PDK, INC.

EFFECTIVE DATE: _

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

FILED
97 SEP 10 AM 11:55
TALLAHASSEE, FLORIDA

RECEIVED
97 SEP 10 AM 10:34
DIVISION OF CORPORATION

w97-20840



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: PDK, INC.
Ref. Number: W97000020840

RESUBMIT
Please give original
submission date as file date.

We have received your document for PDK, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00045037

RECEIVED
97 SEP 11 AM 11:48
DIVISION OF CORPORATION

FILED
97 SEP 10 AM 11:55
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PDK OF LAKE COUNTY, INC.

ARTICLE I. NAME

The name of this corporation is PDK OF LAKE COUNTY, INC., whose address is 38420 Timberlane Drive, Umatilla, Florida 34731.

ARTICLE II. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on the date of filing of these Articles of Incorporation.

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

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

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand Shares (10,000) shares of Common Stock having a Nominal or Par Value of One and No/100 Dollars (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor or services, which, in the judgment of the Board of Directors of the Corporation shall be of a valuation equivalent to the value of stock to be issued

Members of the Board of Directors shall be deemed present at a meeting if a conference telephone or similar communications equipment and by means of which all persons participating in the meeting can hear each others views.

ARTICLE IX. INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of voting stock of the corporation may act without a meeting, as provided in Florida Statutes 607 or in the By-laws.

ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Archie O. Lowry, Jr.	308 East Fifth Avenue Mount Dora, Florida 32757

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to the full extent permitted by law.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this restriction.

ARTICLE XIII. BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved in the Shareholders or Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of September, 1997.


ARCHIE O. LOWRY, JR.
Subscriber

ARTICLE VI. PREEMPTIVE RIGHTS

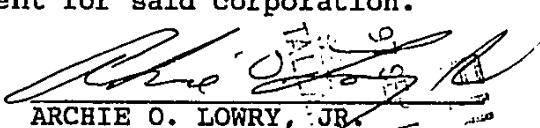
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII. INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 38420 Timberlane Drive, Umatilla, Florida 32785, and the name of the initial registered agent of this corporation is Archie O. Lowry, Jr., Esquire, Potter, Clement and Lowry, whose street address is 308 East Fifth Avenue, Mount Dora, Florida 32757.

ACKNOWLEDGEMENT:

Having been made to accept service of process for the above state corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties. I hereby am familiar with and accept the obligations as registered agent for said corporation.


ARCHIE O. LOWRY, JR.
Registered Agent

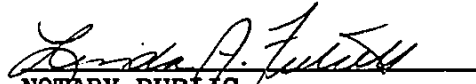
ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) director at all times. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Paul Abrahamson	38420 Timberlane Drive Umatilla, FL 32785
Kenneth J. McGrath	1755 Morningside Drive Mount Dora, FL 32757

STATE OF FLORIDA
COUNTY OF LAKE

9th The foregoing instrument was acknowledged before me this
day of September, 1997, by ARCHIE O. LOWRY, JR.,
Subscriber to these Articles of Incorporation.


NOTARY PUBLIC
Commission Expires:

\corporat\abrams.art



LINDA A. FUTRELL
MY COMMISSION # CC436441 EXPIRES
April 30, 1999
BONDED THRU TROY FARM INSURANCE, INC.