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WENRICK & ASSOCIATES, C.P.A. P.A.

October 1, 2000

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

EFFECTIVE DATE
_10-01-00_

RE: ARTICLES OF INCORPORATION -
Gene Turney Enterprises, Inc.

Dear Sirs:

Enclosed are the ARTICLES OF INCORPORATION and CERTIFICATION OF
DESIGNATION OF REGISTERED AGENT for GENE TURNEY
ENTERPRISES, INC.

The enclosed check is for filing the Articles and Designation. Please return all
completed documents to the address listed on the letterhead.

Sincerely yours,

Wenrick & Associates, C.P.A.

ENCLOSURES

ARTICLES OF INCORPORATION

OF

Gene Turney Enterprises, Inc.

The undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of this Corporation is, **Gene Turney Enterprises, Inc.** (hereinafter called the "Corporation")

EFFECTIVE DATE

_10-01-00_

ARTICLE 11 - EFFECTIVE DATE AND DURATION

The Corporation will have an effective date of October 1, 2000 and will exist for a perpetual period.

ARTICLE 111 - PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful business or activity permitted under the laws of the State of Florida.

ARTICLE 1V - CAPITAL STOCK

The Corporation is authorized to issue one thousand shares (1,000) shares of common stock, having a par value of five dollars per share ($5.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial register office of the Corporation is 1482 Willow Brook Drive Palm Harbor, FL 34683 and the name of the initial registered agent of the corporation at that address is Gene Turney and the principal address and registered office address of the Corporation are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the Corporation is one (1) members. The number of directors may be increased or decreased from time to time by amendment to the Bylaws, but shall never be less than one (1).

The name and address of the person to serve as initial directors of the Corporation until the first annual meeting of shareholders, or until his successor(s) have been duly elected and qualified are:

> Gene Turney
> 1482 Willow Brook Drive
> Palm Harbor, FL 34683

ARTICLE VII - INCORPORATOR

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

> Gene Turney
> 1482 Willow Brook Drive
> Palm Harbor, FL 34683

ARTICLE VIII - BYLAWS

The board of directors shall adopt the initial Bylaws, and from time to time may alter, amend or repeal the Bylaws or adopt new Bylaws adopted by the Board of Directors.

In WITNESS WHEREOF, I have set my had this 1st. day of October 2000 on these Articles of Incorporation.

_____
Gene Turney, Incorporator

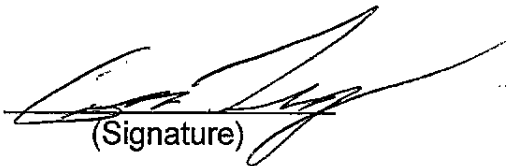# CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **GENE TURNEY ENTERPRISES, INC.**

The name and address of the registered agent and office is:

> Gene Turney
> 1482 Willow Brook Drive
> Palm Harbor, FL 34683

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)

_9-22-00_
(Date)