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DARRYL J. TOMPKINS
FLORIDA BAR BOARD CERTIFIED
REAL ESTATE LAWYER

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February 2, 2000

PO0000023115

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

Re: **ALACHUA INNOVATION, INC. - GENERAL PARTNER**
INNOVATION PARTNERS, LTD. - LIMITED PARTNER

RECEIVED
02/01/00

To Whom It May Concern:

We are filing the Articles of Incorporation for Alachua Innovation, Inc., which is the general partner of Innovation Partners, Ltd., of which the Certificate of Limited Partnership and Affidavit of Capital Contributions we are also filing herewith. Enclosed please find the following:

- (1) Articles of Incorporation for Alachua Innovation, Inc.;
- (2) Check No. 2321 in the amount of \$78.75 representing the following filing fees for Alachua Innovation, Inc.:

\$	35.00	Filing Fee
	8.75	Certified Copy of Articles
	35.00	Registered Agent Fee
\$	78.75	

- (3) Certificate of Limited Partnership for Innovation Partners, Ltd.;
- (4) Affidavit of Capital Contributions for Innovation Partners, Ltd.; and
- (5) Check No. 2322 in the amount of \$971.25 representing the following filing fees for Innovation Partners, Ltd.:

\$	875.00	Filing Fee
\$	35.00	Registered Agent Fee
\$	52.50	Certified Copy
\$	8.75	Certificate of Status
\$	971.25	

FILED
00 FEB 28 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
February 25, 2000
Page 2

Please return a certified copy of the Articles for Alachua Innovation, Inc. together with the Certificate of Status and a certified copy of the Certificate and Affidavit for Innovation Partners, Ltd. in the enclosed self-addressed stamped envelope. If you have any questions concerning the foregoing, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'D. J. Tompkins', with a stylized flourish at the end.

Darryl J. Tompkins

DJT/tg
Enclosure

cc: Phillip L. Hawley
James W. Shaw
J. Ardene Wiggins
Davis Rembert

ARTICLES OF INCORPORATION

OF

ALACHUA INNOVATION, INC.

ARTICLE I

NAME

The name of this corporation shall be ALACHUA INNOVATION, INC., with its principal place of business at 14706 Main Street, Alachua, Florida, 32615.

ARTICLE II

PURPOSE

The purpose or purposes for which this corporation is organized is the transaction of any and all lawful business within or outside of the United States of America.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock of One Dollar (\$1.00) par value.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 14706 Main Street, Alachua, Florida 32615, and the name of the initial registered agent of this corporation at that address is Darryl J. Tompkins.

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TALLAHASSEE, FLORIDA

ARTICLE V
INCORPORATOR

The name and address of the incorporator is:

Name:

Address:

Darryl J. Tompkins

P.O. Box 519
Alachua, FL 32616

ARTICLE VI
SPECIAL PROVISIONS

Special provisions for the regulation of the business and the conduct of the affairs of this corporation are:

Section 1. The place and time for the annual meeting of the stockholders and the Board of Directors of this corporation shall be fixed by the By-Laws.

Section 2. Any meeting of the stockholders and the Board of Directors may be held either within or without the state of Florida.

Section 3. The officers of this corporation shall be such officers as the By-Laws may establish or as the Board of Directors may elect. Any one person may hold two of said offices.

Section 4. The By-Laws of this corporation shall be made by the Board of Directors and may be amended by the Board of Directors.

Section 5. The Board of Directors may set apart any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose and abolish any such reserve in the manner in which it was created.

Section 6. The original incorporator of this corporation shall have the right to, and may after the organization of same, assign and deliver such subscriptions of stock herein to any other person who may hereinafter, by assignment or other wise, become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all of the rights, liabilities and duties entailed by said subscriptions subject to the laws of the state Florida.

Section 7. Pursuant to Florida Statutes 607.167, the date that the corporate existence of this corporation shall commence is March 1, 2000, this being the day of subscription and acknowledgment of the herein contained Articles of Incorporation.

Section 8. No contract or other transaction between this corporation or any other corporation shall be affected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a director or directors or officer or officers of such corporation, and any stockholders may individually or jointly be a party or parties to or may be interested in any contract or transaction with this corporation, or in which this corporation shall be interested; and no contract or transaction of this corporation with any person or persons, firm or corporation, shall be affected or invalidated by the fact that any stock holder, or officer or officers of this corporation is a party, or are parties to, or are interested in such contract, or act, or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a stock holder or officer of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

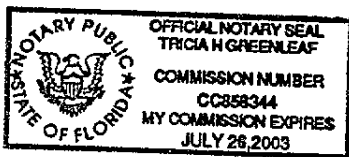
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation, this 25 day of February 2000.

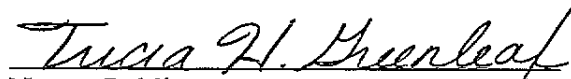

DARRYL J. TOMPKINS

**STATE OF FLORIDA
COUNTY OF ALACHUA**

PERSONALLY APPEARED before me, the undersigned officer, duly authorized to
administer oaths and take acknowledgments, DARRYL J. TOMPKINS, who is personally known
to me or who produced _____ as identification and who executed
and subscribed to the foregoing Articles of Incorporation, and acknowledged before me the
execution of the same for purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 25th day of
February, 2000.




Notary Public
Printed Name: Tricia H. Greenleaf
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Designation as initial Registered Agent for the foregoing corporation is hereby
acknowledged.


DARRYL J. TOMPKINS

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00 FEB 28 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA