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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 740687 82460A

AUTHORIZATION : Patricia Pujut

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 22 PM 3:05

ORDER DATE : June 22, 2000

ORDER TIME : 10:43 AM

ORDER NO. : 740687-005

700003301057--3

CUSTOMER NO: 82460A

CUSTOMER: Ms. Christine D. Pennington
BARLOW & BOHNE, P.A.
BARLOW & BOHNE, P.A.
Suite 102
1990 West New Haven Avenue
Melbourne, FL 32904

DOMESTIC FILING

NAME: GOODNIGHT AND GENNA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED
00 JUN 22 AM 11:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

g 6/22/00

ARTICLES OF INCORPORATION

OF

GOODNIGHT AND GENNA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 22 PM 3: 05

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - Name

The name of the corporation is GOODNIGHT AND GENNA, INC.

ARTICLE II - Duration

The period of duration of the corporation is perpetual.

ARTICLE III - Purpose

The purpose or purposes for which the corporation is organized is to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - Registered Office and Agent

The street address of the initial principal office of this corporation is 1425 Malibu Circle, Unit 111, Palm Bay, Florida 32905 and the name of the initial registered agent of this corporation is KARL W. BOHNE, JR., whose address is 1990 W. New Have Avenue, Suite 102, Melbourne, Florida 32904.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be more than three (3) . The name and address of the initial director of this corporation is:

Matthew Goodnight	1425 Malibu Circle, Unit 111
	Palm Bay, Florida 32905

ARTICLE VII - Incorporators

The name and address of the initial incorporator of this corporation is:

Matthew Goodnight	1425 Malibu Circle, Unit 111
	Palm Bay, Florida 32905

ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

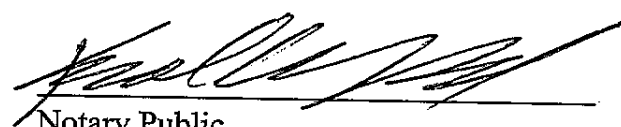
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21 day of June, 2000.


Matthew Goodnight

STATE OF FLORIDA)
COUNTY OF BREVARD)

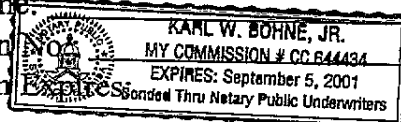
The foregoing Articles of Incorporation were acknowledged before me this 21 day of June, 2000 by MATTHEW GOODNIGHT who is personally known to me or who has produced FL. DL 6352-544-76-087-0 as identification and who did not take an oath.


Notary Public

Printed Name:

Commission:

Commission:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 22 PM 3:05

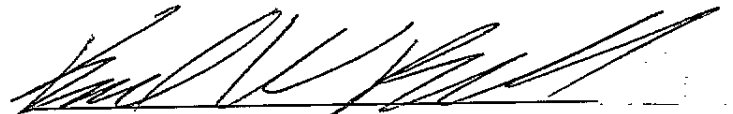
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That GOODNIGHT AND GENNA, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 1425 Malibu Circle, Unit 111, Palm Bay, Florida 32905, has named KARL W. BOHNE, JR., 1990 W. New Haven Avenue, Suite 102, Melbourne, Florida 32904, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

By:



Karl W. Bohne, Jr., Registered Agent