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A-1 Dependable Bookkeeping and Tax Service
221 Pauls Drive
Suite D
Brandon, FL 33511
(813) 681-1099

Secretary of State
Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32314

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-06/26/00-01116--007

*****78.00 *****70.00

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-06/26/00-01116--007

*****78.25 *****78.25

Re: PRIORITY ONE ENTERPRISES, INC.

To Whom This May Concern:

Enclosed are the applications for the Articles of Incorporation on the above named. Also included is our check in the amount of \$78.25 for filing.

Should you have any questions with reference to filing the aforementioned, please feel free to contact me at my office during normal business hours.

Thank you for your assistance.

Sincerely Yours,

Rose Anne M. Brescia

RoseAnne M. Brescia

EFFECTIVE DATE

7-1-00

FILED
00 JUL 10 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 29, 2000

A-1 DEPENDABLE BOOKKEEPING AND TAX SERVICE
ROSEANNE M. BRESCIA
221 PAULS DR., STE.D
BRADENTON, FL 33511

SUBJECT: PRIORITY ONE ENTERPRISES, INC.
Ref. Number: W00000016633

We have received your document for PRIORITY ONE ENTERPRISES, INC. and your check(s) totaling \$78.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 487-6930.

Carolyn Gurr
Document Specialist

Letter Number: 800A00036774

EFFECTIVE DATE
7-1-00

ARTICLES OF INCORPORATION

OF

PRIORITY ONE ENTERPRISES, INC.

The undersigned subscriber to these Article of Incorporation,
natural persons competent to contract, hereby subscribe to and form a
corporation for profit under the laws of the State of Florida.

ARTICLE I

(Name)

1.01 The name of the corporation is Priority One Enterprises, Inc.

ARTICLE II

(Nature of Business)

2.01 The corporation may engage in any activity or
business that is permitted under the laws of
The United States of America and of this State.

ARTICLE III

(Capital Stock)

3.01 The maximum number of share of stock that this
corporation is authorized to have outstanding at one time is
One Hundred (100) shares of common stock having nominal or
par value of One Dollar (\$1.00) per share. Said stock
shall be payable in cash, property, labor, or services
at a just valuation to be fixed by the stockholders
at a meeting called for that purpose.

FILED
00 JUL 10 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

(Capital)

4.01 The amount of capital with which this corporation shall begin is One Hundred Dollars (\$100.00).

ARTICLE V

(Corporate Existence)

5.01 Commencement - The date when corporate existence shall commence shall be July 1, 2000.

5.02 Duration - This corporation shall exist perpetually until dissolved according to law.

ARTICLE VI

(Principal Office)

6.01 Principal Office - The post office address of the principal office of this corporation in the State of Florida is

P.O. Box 808, Durant, FL 33530

6.02 Relocation - The stockholders may, from time to time, move the location of the principal office to any other address in the State of Florida.

ARTICLE VII

(Number of Directors)

7.01 The number of directors of this corporation shall not be less than one (1). The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

(Names and Addresses of the Board of Directors)

8.01 Designation - The name, post office addresses, and street addresses of the first Board of Directors who shall serve until the first annual meeting or until their successors shall have been elected and qualified are:

NAME	ADDRESS	OFFICE	S.S.	OWNERSHIP
Maria E. Bartoli	1309 Brandonwood Dr. Brandon, FL 33510	President	125-42-4511	50%
Richard J. Bartoli	1309 Brandonwood Dr. Brandon, FL 33510	Sec/Treas	079-36-3985	50%

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

PURSUANT to Section 48.091, Florida Statutes, the

following is submitted:

FIRST: PRIORITY ONE ENTERPRISES, INC.

desiring to organize as a corporation under the laws of the

State of Florida, hereby names Richard J. Bartoli

as its agent to accept the service of process within this
state, and hereby designates 1309 Brandonwood Dr., Brandon, FL 33510

as the street address of this office for service of process

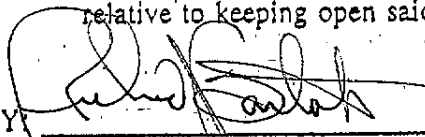
within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above stated corporation at the place designated in this
Certificate, I hereby agree to act in this capacity, and
agree to comply with the provisions of Section 48.091

relative to keeping open said office.

BY


Richard E. Bartoli

FILED
00 JUL 10 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed by the undersigned at Tampa, Florida.

On this 20th day of June 2000.

Maria Elena Bartoli

Richard J. Bartoli

John Castan
Witness

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 20 day of June, 2000, before me,
an officer duly authorized to take acknowledgments,
personally appeared, Maria E. Bartoli and Richard J. Bartoli

known to me to be those persons whose names are subscribed
to the foregoing Articles of Incorporation, and they
acknowledged to me that they executed the same for the
purpose therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and set
this 20th day of June, 2000.

George N. Van Wallendael

NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires

