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SAVAGE, KRIM, SIMONS & JONES, LLC

CHARLES A. SAVAGE (1898-1994)
FRED J. KRIM
GARY C. SIMONS
RICHARD T. JONES

TIMOTHY S. BABIARZ
TIMOTHY A. FISCHER
ELIZABETH F. HODGE
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THE SEAGLE BUILDING
408 W. UNIVERSITY AVENUE
GAINESVILLE, FLORIDA 32601-5289
(352) 372-4263
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Please reply to Gainesville.

August 8, 2000

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122.50 **78.75

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

To Whom It May Concern:

Enclosed please find the following:

1. Articles of Incorporation of Advanced Driving Concepts of Florida, Inc.;
2. Designation of Registered Agent; and
3. Check of Donald K. Robertson number 1292 in the amount of \$122.50 for the \$35.00 filing fee, the \$35.00 designation of registered agent fee, and \$52.50 for a certified copy.

Please call me if you have any questions regarding this filing.

Sincerely,


Elizabeth F. Hodge

EFH/mag

cc: Don Robertson (w/o enclosures)

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

ADVANCED DRIVING CONCEPTS OF FLORIDA, INC.

ARTICLE I. NAME AND ADDRESS

The name of this corporation is Advanced Driving Concepts of Florida, Inc. The address of the principal office of the corporation is 408 W. University Avenue, Suite 500, Gainesville, Florida 32601.

ARTICLE II. DURATION

The period of duration of the corporation is perpetual.

ARTICLE III. POWERS

The corporation is organized for the purpose of transacting any and all legal and useful business. The corporation shall be managed by a Board of Directors. Subject to any specific limitations or restrictions imposed by law or these articles, the Board shall direct the carrying out of the purposes of the corporation and exercise all powers of the corporation without previous authorization or subsequent approval by the shareholders of the corporation.

ARTICLE IV. STOCK

The maximum number of shares this corporation is authorized to issue is 100 shares with a par value of five dollars per share. All shares shall be common shares and shall be identical with each other in every respect. The holders of shares shall be entitled to one vote per each share held on all matters on which the shareholders have a right to vote. Certificates of stock shall be signed by the President or the Vice President jointly with the Secretary and the seal of the corporation shall be impressed on the stock certificates. The holders of shares of the corporation shall have preemptive rights to purchase any shares of the corporation hereafter issued or any security exchangeable for or convertible into such shares or any other instrument evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE V. BYLAWS.

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors except where the shareholders specifically provide in any bylaw made by them that such bylaws shall not be altered, amended or repealed by the Board. The corporation shall indemnify any former officer or director to the full extent provided by law. At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the bylaws. The corporation shall have the right to amend these articles in any way now or hereafter permitted by law or as provided in the bylaws.

ARTICLE VI. ORGANIZING DIRECTORS.

This corporation shall have three directors initially. The number of directors may be

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TALLAHASSEE FLORIDA

increased or decreased from time to time by the bylaws. The name and address of the initial directors of this corporation are: Richard T. Jones, 408 W. University Avenue, Suite 500, Gainesville, Florida 32601; Elizabeth F. Hodge, 408 W. University Avenue, Suite 500, Gainesville, Florida 32601; and Melissa Givens, 408 W. University Avenue, Suite 500, Gainesville, Florida 32601.

ARTICLE VII. REGISTERED AGENT AND REGISTERED OFFICE.

The name of the initial registered agent of the corporation is:

Elizabeth F. Hodge
408 W. University Avenue, Suite 500
Gainesville, Florida 32601

ARTICLE VIII. SUB-CHAPTER "S" STATUS.

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (a) natural persons; (b) estates; or (c) a trust as described in 25 U.S.C. Section 1361 as amended or any other amendment to the Internal Revenue Code which defines a qualified "small business corporation." No stock shall be issued or transferred to a non-resident alien.

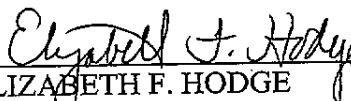
ARTICLE IX.

The shareholders shall have the right to treat the initial investment of property as provided for under Section 1244 of the Internal Revenue Code.

ARTICLE X.

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

Elizabeth F. Hodge
408 W. University Avenue, Suite 500
Gainesville, Florida 32601.


ELIZABETH F. HODGE

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 8th day of August, 2000 by Elizabeth F. Hodge who is personally known to me.

(SEAL)



Melissa A. Givens
My Commission CC805716
Expires February 1, 2003


Notary Public, State of Florida

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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TALLAHASSEE FLORIDA

Pursuant to the provisions of 607.0501, Florida Statutes, the mentioned 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:

Advanced Driving Concepts of Florida, Inc.

2. The name and street address of the registered agent and office is:

Elizabeth F. Hodge
408 W. University Avenue, Suite 500
Gainesville, Florida 32601

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in the 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.



ELIZABETH F. HODGE