

ARTICLES OF INCORPORATION
OF
ATEM REAL ESTATE COMPANY, INC.

FILED
00 AUG 17 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator or ATEM Real Estate Company, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

ATEM Real Estate Company, Inc.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

4330 Drane Field Road
Lakeland, Florida 33811

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 a.m. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The corporation shall have only one class of stock consisting of two types of common stock, Type A and Type B. The maximum number of shares that the corporation is authorized to have outstanding at any time is 20,000 shares of Type A common stock, having a par value of \$.01, and 200,000 shares of Type B common stock, having a par value of \$.01. The preferences, limitations, and relative rights in respect of the shares of Type B common stock shall not be voted on any matters, except when otherwise required by law. The consideration to be paid for each share of Type A and Type B

common stock shall be fixed by the board of directors and may be paid in whole or part in cash or other property, tangible or intangible, or in labor or services performed or to be performed for the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4330 Drane Field Road, Lakeland, Florida 33811 and the name of the corporation's initial registered agent at that address is ALLEN C. KRYGER.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have three Director's initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
ALLEN C. KRYGER	4330 Drane Field Rd. Lakeland, FL 33811
ROBERT A. KRYGER	301 Palmola Street Lakeland, Florida 33803
WESLEY L. BECK	999 Lake Hollingsworth Drive Lakeland, Florida 33803

The incorporator of the Corporation assigns to this corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

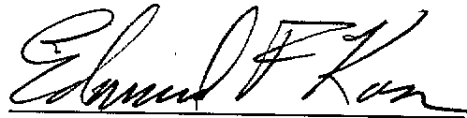
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 16th day of August, 2000.

A handwritten signature in black ink, appearing to read "Edward F. Koren". The signature is written in a cursive style with a horizontal line underneath the name.

Edward F. Koren, Incorporator

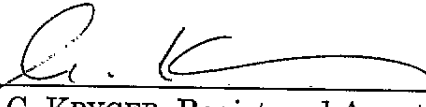
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted:

That ATEM REAL ESTATE COMPANY, INC., desiring to organize
under the laws of the State of Florida with its initial registered office, as
indicated in the Articles of Incorporation, at Lakeland, City of Lakeland,
State of Florida, has named ALLEN C. KRYGER as its agent to accept service of
process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation
named above, at the place designated in this certificate, I agree to act in that
capacity, to comply with the provisions of the Florida Business Corporation
Act, and am familiar with, and accept, the obligations of that position.



ALLEN C. KRYGER, Registered Agent

LAK1 #217594 v2

00 AUG 17 PM 12:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA