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LAW OFFICE

ROBERT V. DUSS

112 WEST ADAMS STREET, SUITE 1402
JACKSONVILLE, FLORIDA 32202-3898

ROBERT V. DUSS

JOHN S. DUSS
(1912-1990)

FRED BUTLER
(1921-1983)

November 2, 2000

TELEPHONE
(904) 355-0668

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(904) 791-9251

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV - 6 AM 9:10

FILED

Division of Corporations
Office of Secretary of State
The Capitol
Tallahassee, Florida 32399-0250

RE: Articles of Incorporation - Business Advisors, Inc.

Gentlemen:

100003454001--2
-11/06/00--01138--007
****122.50 *****78.75

For filing with the Department of State, I am enclosing the original and one copy of the Articles of Incorporation of Business Advisors, Inc., together with my check payable to the Secretary of State in the sum of \$122.50, covering the following:

\$ 35.00
\$ 52.50
\$ 35.00

Filing Articles of Incorporation
Certified copy of Articles of Incorporation
Designation of Resident Agent

I would appreciate it if you would forward the certified copy of the Articles to me as soon as the same are filed in your records. Should there be any questions, please contact me upon receipt.

Sincerely,



Robert V. Duss

RVD:bas

Enclosures

F. CHESTER NOV 8 2000

ARTICLES OF INCORPORATION

OF

BUSINESS ADVISORS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: **BUSINESS ADVISORS, INC.**

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

1122 Ponte Vedra Beach Blvd.
Ponte Vedra Beach, Florida 32082

ARTICLE III - CAPITAL STOCK

The maximum number of shares that the corporation is authorized to issue and have outstanding at any time is One Hundred Thousand (100,000) shares of common stock par value \$.01 (One Cent) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it

is offered to others. If this preemptive right is not exercised within thirty (30) days of receipt of a notice in writing from the corporation by purchase for cash, this right shall be deemed waived.

ARTICLE V - REGISTERED OFFICE AND NAME OF REGISTERED AGENT

The registered office of this corporation and the initial registered agent at such office is as follows:

ROBERT V. DUSS
112 West Adams Street, Suite 1402
Jacksonville, Florida 32202

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors are as follows:

BARRY WHITE
2420 Flair Knoll Drive
Atlanta, Georgia 30345

EDDIE K. JACKSON
8535 Baymeadows Rd., #25
Jacksonville, Florida 32256

LESTER JACKSON
8535 Baymeadows Rd., #25
Jacksonville, Florida 32256

ARTICLE VII - INCORPORATOR

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

ROBERT V. DUSS
112 West Adams Street, Suite 1402
Jacksonville, Florida 32202

ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE IX - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida, including but not limited to the conduct of business in, have one or more offices in, and to buy, hold, mortgage, sell, convey, lease or broker the sale of or otherwise to deal and dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses and businesses in the State of Florida.

ARTICLE X - INDEMNIFICATION

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the full extent possible under Florida law or as may be more fully set forth in the By-laws.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.


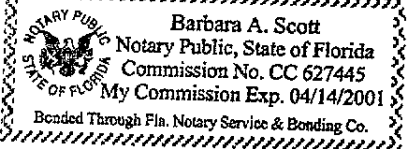
IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 2 day of November, 2000.



Robert V. Duss, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 2 day of November,
2000, by Robert V. Duss, who is personally known to me.


Notary Public


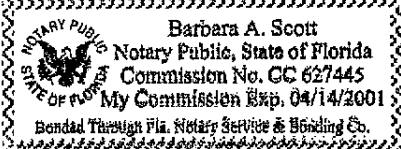
I, ROBERT V. DUSS, am familiar with and hereby accept the duties and responsibilities
as registered agent for said Corporation.


Registered Agent

Sworn to and subscribed before me this 2nd day of November, 2000, by Robert V. Duss, who is
personally known to me.


Notary Public

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00 NOV -6 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA