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May 10, 2001

VIA PRIORITY MAIL

Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-05/11/01--01142--007
*****78.75 *****78.75

RE: New Corporation Filing
Zeon of Florida, Inc.

To Whom It May Concern:

Enclosed please find the following for your consideration:

1. Articles Of Incorporation for Zeon of Florida, Inc.

2. Mark R. Hall Trust account check in the amount of \$78.75 for the filing fee of \$35.00; Registered Agent Designation fee of \$35.00; and certified copy of Articles Of Incorporation fee of \$8.75.

Once the Articles Of Incorporation have been filed, please forward the certified copy to the address above.

Thank you for your attention to these matters.

Very truly yours,

MARK R. HALL, P.A.

Carol S. Gardner

CAROL S. GARDNER
Legal Assistant

MRH/cg
Enclosures

FILED
01 MAY 11 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAY 16 2001

(2)

ARTICLES OF INCORPORATION
OF
ZEON OF FLORIDA, INC.

FILED
01 MAY 11 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Chapter 607, the undersigned, being a natural person, hereinafter acts as an incorporator in adopting and filing the following Articles Of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The Name of the Corporation ("Corporation") is ZEON OF FLORIDA, INC.

ARTICLE II

The existence of the Corporation shall begin on the date the Corporation is deemed filed by the State Of Florida.

ARTICLE III

The street address of the principal office of the Corporation is 333 West Marion Avenue, Building 21, Edgewater, FL 32141.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 124 Faulkner Street, New Smyrna Beach, Florida 32168. The initial registered agent for the Corporation at that address is Mark R. Hall, Esquire.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than two. The names and addresses of the persons who will serve on the initial board of directors are:

Robert F. Freeborn
3046 Orange Tree Drive
Edgewater, FL 32141

Margaret A. Freeborn
3046 Orange Tree Drive
Edgewater, FL 32141

ARTICLE VII

The names and street addresses of the persons signing these Articles Of Incorporation are:

Robert F. Freeborn
3046 Orange Tree Drive
Edgewater, FL 32141

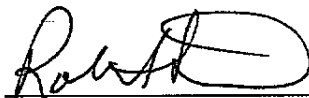
ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

Each initial Director has the right to be Director as long as he owns stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles Of Incorporation on this 9th day of May, 2001.

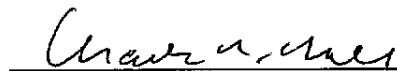


ROBERT F. FREEBORN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ZEON OF FLORIDA, INC. at the place designated in the Articles Of Incorporation, the undersigned is familiar with and accepts the obligations of the position pursuant to Florida Statute 607.0501(3).

DATED this 9th day of May, 2001.


MARK R. HALL, ESQUIRE