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ACCOUNT NO. : 072100000032

REFERENCE : 201609 7276851

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : June 27, 2001

ORDER TIME : 10:33 AM

ORDER NO. : 201609-001

CUSTOMER NO: 7276851

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CUSTOMER: Mr. Brian P. Mcewan
Mr. Brian P. Mcewan

6006 El Dorado Drive

Tampa, FL 33615

DOMESTIC FILING

NAME: PROPOWER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

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2001 JUL 17 PM 4:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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7/18/01

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

PROPOWER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PROPOWER, INC.

The address of the principal office of this corporation shall be 6006 El Dorado Drive, Tampa, Florida 33615, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2196 Main Street, Suite L, Dunedin, Florida 34698-9923, and the name of the initial registered agent of the corporation at that address is Thomas A. Roman.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

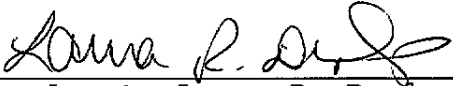
Dr. Frederick C. Hatfield Dir.	419-C Concord Street Havre De Grace, Maryland 21078
Brian McEwan Dir.	6006 El Dorado Drive Tampa, Florida 33615

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these
Articles of Incorporation on July 17, 2001.



Its Agent, Laura R. Dunlap
Incorporator

sxk

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

FILED

2001 JUL 17 PM 4:44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ROMAN & ROMAN, P.A., a corporation with a business address in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

PROPOWER, INC.

ROMAN & ROMAN, P.A., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.050, Florida Statutes.

ROMAN & ROMAN, P.A.

By 

Thomas A. Roman, President