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and ARBITRATION

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July 31, 2001

Sent via Federal Express # 8282 1572 1434

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Florida Department of State
Division of Corporations
Corporate Filings
409 East Gains Street
Tallahassee, FL 32399

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

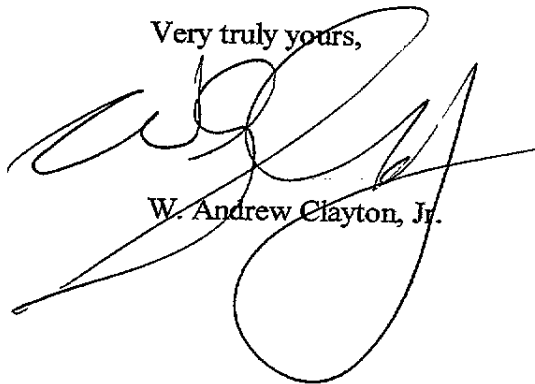
Re: *Angelhair Management, Inc., Articles of Incorporation*

Ladies and Gentlemen:

Enclosed please find an original Articles of Incorporation of Angelhair Management, Inc., together with our check in the amount of \$78.75, representing the filing fees, registered agent designation and certified copy fee.

Please file these articles of incorporation and return a certified copy of same in the enclosed self addressed, stamped envelope at your earliest opportunity. Thank you for your prompt attention to this request.

Very truly yours,



W. Andrew Clayton, Jr.

EFFECTIVE DATE
08-01-01

WAC/sej
Enclosures

8/8/7

**ARTICLES OF INCORPORATION OF
ANGELHAIR MANAGEMENT, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as 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 Angelhair Management, Inc.

ARTICLE II

The existence of the Corporation shall begin on August 1, 2001.

ARTICLE III

The Corporation may engage in any lawful business.

ARTICLE IV

The street address of the principal office of the Corporation is 812 Alderwood Way, Sarasota, Florida 34242.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000), all of which shall be Common Shares. The par value of the Common Shares shall be \$0.01. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial registered agent for the Corporation is W. Andrew Clayton, Jr., Esq., 1800 Second Street, Suite 880, Sarasota, Florida 34236.

ARTICLE VII

The initial board of directors shall consist of two members. The name of the initial directors are Jeffrey J. Todaro and Dijana B. Pagano whose addresses are listed below.

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01 AUG - 2 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
08-01-01

ARTICLE VIII

The name and street address of the persons signing these articles of incorporation are as follows:

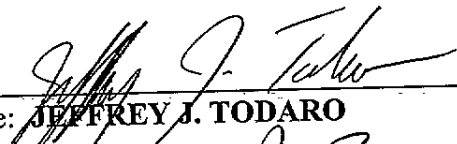
Jeffrey J. Todaro, who resides at 7444 Broughton Street, Sarasota, Florida 34243;

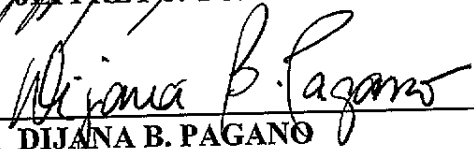
Dijana B. Pagano, who resides at the same address as that of the Corporation's principal office, described above.

ARTICLE IX

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of July, 2001.


Name: **JEFFREY J. TODARO**


Name: **DIJANA B. PAGANO**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Angelhair Management, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: **W. ANDREW CLAYTON, JR.**

Date: July 31, 2001