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MICHAEL J. TERRANA, ESQ.*
RONALD E. PEREZ, JR., ESQ.
JASON T. SALGADO, ESQ.
*CERTIFIED MEDIATOR

PATRICIA G. BARBARA
OFFICE ADMINISTRATOR

September 5, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/07/01--01037--013
*****78.75 *****78.75

Attention: New Filings

Re: SHANE MATTHEW, INC.

Dear Sir or Madam:

Enclosed please find my check in the amount of \$78.75 for the filing of the enclosed corporation, that being Shane Matthews, Inc. Please stamp the additional copy and return it to our office in the enclosed stamped, self-addressed envelope as proof that the above corporation was filed.

If you have any questions regarding this matter, please do not hesitate to contact our office.

Thank you.

Sincerely,



Ronald E. Perez, Jr.

FILED
01 SEP - 7 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REP/sjn
Enclosures

09/09/02

ARTICLES OF INCORPORATION

FOR

SHANE MATTHEWS, INC.

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida and the Florida Business Corporation Act, adopts the following articles of incorporation for such a corporation.

ARTICLE I - NAME

The name of the corporation is Shane Matthews, Inc.

ARTICLE II - NATURE OF BUSINESS:

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida, and any and all acts or statutes amendatory thereof or supplemental thereto.

ARTICLE III - CAPITAL STOCK

The total number of shares of stock which the corporation shall have the authorization to issue is one hundred (100) shares of common stock at a par value of \$1.00 per share. Stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors. Each share of common stock shall represent one (1) vote. Upon dissolution or liquidation of the corporation, the holders of stock shall be entitled to distribution ratably as their holding may appear upon the stock record of the corporation.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which the corporation will begin the business is \$100.00.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - ADDRESS

The initial address of the principal office of the proposed corporation in the State of Florida is 7114 Northwest 49th Street, Gainesville, Florida, 32653.

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The business of the corporation shall be conducted, carried on and managed by the officers of this corporation and the board of directors, which may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law. The names of the initial or first directors and/or officers of this corporation and who shall hold office for the first year of existence or until his successor or successors are elected and qualified are:

Stephanie Matthews
7114 Northwest 49th Street
Gainesville, Florida 32653

President/Treasurer

Shane Matthews
7114 Northwest 49th Street
Gainesville, Florida 32653

Vice President/Secretary

ARTICLE VII - INCORPORATORS

The name and address of the address of the incorporators and the number of shares or stock which he has agreed to take is:

Stephanie Matthews
7114 Northwest 49th Street
Gainesville, Florida, 32653

President/Treasurer

50 shares

Shane Matthews
7114 Northwest 49th Street
Gainesville, Florida, 32653

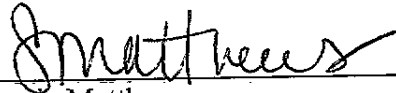
Vice President/Secretary

50 shares


ARTICLE VIII - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office is: Ronald E. Perez, Jr., Esquire, 2124 West Kennedy Boulevard, Suite A, Tampa, Florida 33606.

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of
Incorporation this 4th day of September, 2001.



Stephanie Matthews
As Incorporator

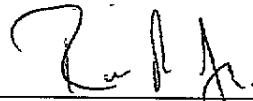


Shane Matthews
As Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above stated corporation, at the address designated in the above articles, I hereby except to act in this capacity, and agree to comply with the provisions of the act relative to accepting service of process and keeping open said office.

By:



Ronald E. Perez, Jr., Esquire
as Registered Agent

FILED
01 SEP -7 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA