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April 17, 2002

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-04/22/02--01090--008
*****78.50 *****78.50

In re: Edwards Time Systems, Inc.

Gentlemen:

Enclosed herein please find Articles of Incorporation and Registered Agent Certificate attached thereto for captioned entity, together with copy thereof. Please file the original and conform the copy for return to the undersigned.

Check in the sum of \$78.50 is also enclosed representing filing fee.

Thank you.

Very truly yours,

James P. Hahn

/h

Enclosure

FILED
2002 APR 22 PM 5:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

5/4/25/02

2002 APR 22 PM 5:46

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
EDWARDS TIME SYSTEMS, INC.

ARTICLE I - NAME

The name of this corporation is EDWARDS TIME SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,500 shares of Five (\$5.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by the corporation of any new stock, not heretofore issued, 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation is 1213 E. Martin Luther King Boulevard, Tampa, FL 33603, and the name of the initial registered agent of this corporation at that address is CHARLES R. PARKER. The principal

office and mailing address of the corporation is 1213 E. Martin Luther King Boulevard, Tampa, FL 33603.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

NAME	ADDRESS
CHARLES R. PARKER	3101 Huntington Lane Lakeland, FL 33810
JOSEPH W. BENNINGTON	1707 West Arctic Street Tampa, FL 33604

ARTICLE VIII - INCORPORATOR

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

NAME	ADDRESS
CHARLES R. PARKER	3101 Huntington Lane Lakeland, FL 33810
JOSEPH W. BENNINGTON	1707 West Arctic Street Tampa, FL 33604

ARTICLE IX - OFFICERS

The names of the officers who, subject to the bylaws and these Articles of Incorporation, shall hold office for the first year of the existence of the corporation or until their successors are duly elected and qualified, shall be:

NAME	OFFICE
CHARLES R. PARKER	President/Secretary
JOSEPH W. BENNINGTON	Vice-President/Treasurer

ARTICLE X - SHAREHOLDERS

The names and number of shares which the subscribers of these Articles of Incorporation agree to take are:

NAME	SHARES
CHARLES R. PARKER	50 shares
JOSEPH W. BENNINGTON	50 shares

ARTICLE XI - SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. When a specified item of business is required to be voted on by a class or series of stock, a majority of the shares of such class or series shall constitute a quorum for the transaction of such item of business by that class or series. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders unless otherwise provided by law. After a quorum has been established at a shareholders meeting, the subsequent withdrawal of shareholders, so as to reduce the number of shareholders entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

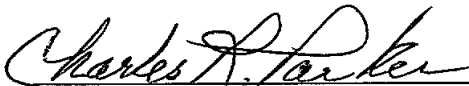
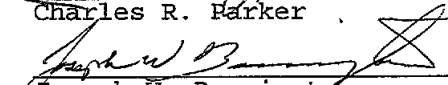
ARTICLE XII - NOTICE TO SHAREHOLDERS

Written notice of meetings of shareholders stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than sixty days before the meeting, either personally or by first class mail, by or at the direction of the president, the secretary, or the officer or persons calling the meeting, to each shareholder of record entitled to vote at such meeting.

ARTICLE XIII - NOTICE TO DIRECTORS

Written notice of regular meetings of the Board of Directors and of special meetings of the Board of Directors shall be delivered not less than ten nor more than sixty days before the meeting, either personally or by first class mail, by or at the direction of the president, the secretary or the officer or persons calling the meeting, to each director.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 17th day of April,
2002.

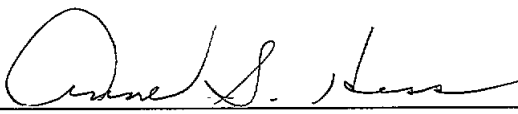

Charles R. Parker

Joseph W. Bennington

STATE OF FLORIDA)

COUNTY OF POLK)

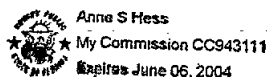
BEFORE ME, a Notary Public authorized to take
acknowledgments in the State and County set forth above, personally
appeared CHARLES R. PARKER and JOSEPH W. BENNINGTON, known to me
and known by me to be the person who executed the foregoing
Articles of Incorporation, and she acknowledged before me that she
executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid, this
17th day of April, 2002.



Notary Public, State of Florida
at Large

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED


IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT EDWARDS TIME SYSTEMS, INC., DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA, HAS
NAMED CHARLES R. PARKER, LOCATED AT 1213 E. MARTIN LUTHER KING
BOULEVARD, TAMPA, FLORIDA 33603, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.


Charles R. Parker, President

DATE: April 17, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH, AND
ACCEPT, THE OBLIGATIONS PROVIDED IN CHAPTER 607.325.


Charles R. Parker
Registered Agent

DATE: April 17, 2002

FILED
2002 APR 22 PM 5:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA