



1001 Hays Street
Tallahassee, FL 32301
904-932-9171
P500038797

ACCOUNT NO. : 0721000000032

REFERENCE : 599957 6460A

AUTHORIZATION

COST LIMIT : *Patricia Pizich*
\$ 122.50

ORDER DATE : May 16, 1995

0000001489540

ORDER TIME : 1:31 PM

~~0000001489540~~

ORDER NO. : 599957

CUSTOMER NO: 6460A

CUSTOMER: Mr. Pattie Callahan
LOWNDES DROSDICK DOSTER
KANTOR & REED
215 North Eola Drive

Orlando, FL 32801

RECEIVED
95 MAY 15 PM 3:18
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: TAN SYSTEMS III, INC.

FILED
95 MAY 16 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN MAY 16 1995

ARTICLES OF INCORPORATION
OF
TAN SYSTEMS III, INC.

FILED
95 MAY 16 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is TAN SYSTEMS III, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 130 South Semoran Boulevard, Orlando, Florida 32807.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of TEN CENT (\$.10) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 130 South Semoran Boulevard, Orlando, Florida 32807 and the name of the initial registered agent of this corporation at that address is Gwyn R. Picerne.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Gwyn R. Picerne

130 S. Semoran Blvd.
Orlando, FL 32807

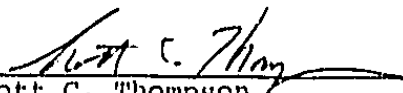
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Scott C. Thompson

215 N. Eola Drive
Orlando, FL 32801

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 15th day of May, 1995.



Scott C. Thompson

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of
May, 1995, by Scott C. Thompson, who is personally known
to me.




PATRICIA M. CALLAHAN
MY COMMISSION # CO 179054 EXPIRES
March 17, 1996
BONDED THROUGH TROY PAW INSURANCE, INC.


Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of TAN SYSTEMS
III, INC.


Gwyn R. Picerno

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by
virtue of the undersigned acting as Incorporator of TAN SYSTEMS III, INC.


Scott C. Thompson