

John L. Perko & Company, Inc.
Accountants and Consultants
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Orlando, Florida 32819
Tel: (407) 351-3568 Fax: (407) 352-5994

May 11, 1995

P95000039118

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

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-05/16/95--01116--016
****122.50 ****122.50

To Whom It May Concern:

Enclosed please find the original charter for Hercules Management Company, Inc., a Florida corporation, to be organized under the Florida General Corporation Act.

Enclosed also, please find a check in the amount of \$122.50 to cover the necessary fees.

If there are any questions, I may be reached at the above address and telephone number.

Thank you,



John L. Perko, Jr.
JOHN L. PERKO & COMPANY, INC.

JLP:sg

FILED
95 MAY 15 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. RECORDED MAY 17 1995

**ARTICLES OF INCORPORATION
OF
HERCULES MANAGEMENT COMPANY, INC.**

FILED
95 MAY 15 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is **Hercules Management Company, Inc.**

ARTICLE II - TERM OF EXISTENCE

The commencement date of this corporation shall be May 15, 1995 and the period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1000 shares, all of which shall be common shares at a par value of \$1.00 per share.

ARTICLE V - ADDRESS

The initial street address in Florida of the initial principal office of the corporation is 702 Maitland Avenue, Altamonte Springs, Fl. 32701, and the name and address of the initial registered agent is Michael Wayne Dickerson located at 702 Maitland Avenue, Altamonte Springs, Fl. 32701.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of one (1) member. The name and address of the person who shall serve until the first annual meeting of shareholders or until their successor shall have been elected and qualified, are as follows:

Michael Wayne Dickerson

702 Maitland Avenue
Altamonte Springs, Fl. 32701

ARTICLE VII - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two thirds/simple majority vote of the common stock.

ARTICLE VIII - INCORPORATORS

The names and addresses of the initial incorporators are as follows:

Michael Wayne Dickerson

702 Maitland Avenue
Altamonte Springs, Fl. 32701

IN WITNESS WHEREOF, I have subscribed my name, this 11 day of
May, 1995.

Michael Wayne Dickerson
Michael Wayne Dickerson

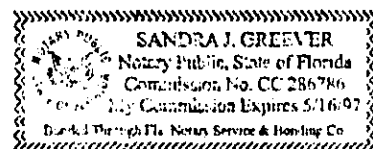
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, that on this day, before me, a notary public, duly authorized in the State and County names above to take acknowledgements, personally appeared Michael Wayne Dickerson, to me known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained.

WITNESS my hand and official seal in the State and County names above, this 11TH
day of MAY, 1995.

NOTARY PUBLIC

Sandra J. Greever
My Commission Expires



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT FOR

HERCULES MANAGEMENT COMPANY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hercules Management Company, Inc., a Florida Corporation, pursuant to Florida Statute 48 091, and its Articles of Incorporation, hereby designates Michael Wayne Dickerson of 702 Maitland Avenue, Altamonte Springs, Fl. 32701 as its agent to accept service of process within this state

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office

Michael Wayne Dickerson
Michael Wayne Dickerson