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June 21, 1995

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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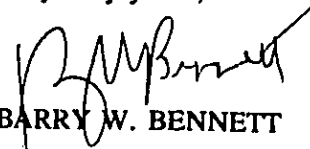
Re: Partners Investment Group

Dear Sir or Madam:

Enclosed please find Articles of Incorporation to be filed on behalf of the above-referenced corporation and my firm's check in the amount of \$122.50. Should you have any questions concerning this matter, please contact my office immediately.

Thank you in advance for your cooperation.

Very truly yours,


BARRY W. BENNETT

BWB/gpd

Enclosures

SHARON L. TALA

JUN 28 1995

FILED
95 JUN 23 11:11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PARTNERS INVESTMENT GROUP, INC.

FILED
95 JUN 23 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporators hereby certify to the following in order to form a corporation for a profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **PARTNERS INVESTMENT GROUP, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 104 Perry Avenue, Auburndale, Florida 33823, and the corporate mailing address is at 104 Perry Avenue, Auburndale, Florida 33823.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 1030 East Main Street, Lakeland, Florida, and the name of the initial registered agent at that address is PATRICK K. KLINE.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

PATRICK K. KLINE
104 Perry Avenue
Auburndale, Florida 33823

JACQUELINE M. KLINE
104 Perry Avenue
Auburndale, Florida 33823

ARTICLE VIII - INCORPORATORS

PATRICK K. KLINE is the person signing these Articles of Incorporation.

ARTICLE IX - BY-LAWS

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the

fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.



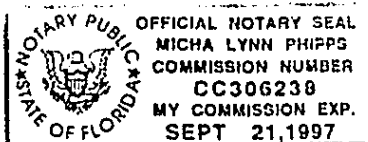
PATRICK K. KLINE

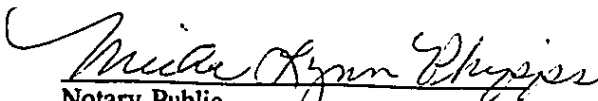
STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **PATRICK K. KLINE**, known to me to be the incorporator of **PARTNERS INVESTMENT GROUP, INC.**, in and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 20th day of June, 1995.

(SEAL)




Notary Public
State of Florida **MICHA LYNN PHIPPS**
My Commission Expires: 9/21/97

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

FILED
95 JUN 23 AM 11:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that **PARTNERS INVESTMENT GROUP, INC.**, desiring to organize under the laws of the State of Florida, has named **PATRICK K. KLINE**, of 1030 East Main Street, Lakeland, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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 provisions of said Act relative to keeping open said office.


PATRICK K. KLINE
Resident Agent