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L. GUERRY DOBBINS, JR.
ATTORNEY AT LAW

601 K. LIME STREET
P. O. BOX 851
LAKELAND, FLORIDA 33802

TELEPHONE
(813) 688-7731

June 27, 1995

Secretary of State
The Capitol
Tallahassee, Florida 32301

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-06/29/95--01076--016
*****70.00 *****70.00

Attention: Charter Section

Re: ACTION BUSINESS AND CONSULTING SERVICES, INC.,

Gentlemen:

Enclosed you will find the original and a copy of the Articles of Incorporation regarding the above-referenced corporation for processing by your department.

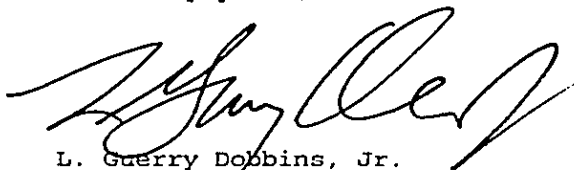
Enclosed also you will find my check in the amount of \$70.00 for filing fees and taxes as follows:

1. Designation of Registered Agent	\$35.00
2. Filing of Articles of Incorporation	35.00

\$ 70.00

Your assistance and cooperation in this matter are most appreciated.

Sincerely yours,


L. Guerry Dobbins, Jr.

LGD, JR/mb
Enclosures

FILED
1995 JUN 29 AM 10:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
F. CHESSER JUL 5 1995

CERTIFICATE OF INCORPORATION

ACTION BUSINESS AND CONSULTING SERVICES, INC.

FILED
1975 JUN 29 AM 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, MELODY H. DOBBINS and L. GUERRY DOBBINS, JR., do hereby declare our intention to form a corporation for profit under the laws of the State of Florida, and do hereby certify that such a corporation has been created pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is ACTION BUSINESS AND CONSULTING SERVICES, INC., hereinafter referred to as Corporation.

ARTICLE II

The general nature of the business, objects and purposes proposed to be transacted, promoted, or carried on as fully and to the extent as a natural person could do by this Corporation is to engage in every phase and aspect of a business and consulting service, including any and all matters and activities incident thereto, and to otherwise manufacture, purchase or acquire or own, mortgage, pledge, sell, convey, assign, lease, transfer or dispose of, and invest in, trade in, deal in, and use any and all goods, wares, merchandise, real and personal property, including franchises, patents, copyrights, trademarks and licenses, and services of every class, kind and description whatsoever or wheresoever located; to conduct business in one or more offices; contract debts and borrow money; to issue bonds, debentures, notes or other obligations of any nature and in any manner for money without limit as to amount, and to secure the principal thereof and the interest thereon, by mortgage or conveyance, assignment in trust of the whole or part of any of the assets of the Corporation, real or

personal, including contract rights either at the time owned or after acquired or in any other manner; to enter into, make and perform contracts of every sort and description which may be necessary or convenient to the carrying on of the business of the Corporation with any person, firm, association, corporation, municipality, body politic, county, state or government, or agency thereof; to purchase the corporate assets of any other corporation and to engage in the same or other character of business; to guarantee, endorse, acquire or dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while the owner of such stock, to exercise all the rights, powers and privileges of ownership including the right to vote such stock; and to do any and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers enumerated in the Certificate of Incorporation or any amendment thereof, necessary, incidental, or desirable for the protection or benefit of the Corporation as principal, agent, director, trustee, or otherwise, and in general, either alone or in association with another corporation, firm, or individual, to carry on any lawful business necessary, incidental, or desirable for the accomplishment of the purposes or the attainment of the objects of this Corporation.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one

time shall be limited to 500 shares of common stock, all of which shall have a par value of one dollar (\$1.00) per share.

ARTICLE IV

The amount of capital stock with which the Corporation shall begin business shall be two hundred dollars (\$200.00).

ARTICLE V

This Corporation shall have a perpetual existence which shall commence upon the filing of this Certificate of Incorporation with the Office of the Florida Secretary of State.

ARTICLE VI

The principal place of business of this Corporation shall be 601 E. Lime Street, P. O. Box 851, Lakeland, Florida, 33802, with the privilege of having branch offices or places of business at any other place or places within or without the State of Florida.

ARTICLE VII

This Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders.

ARTICLE VIII

The name and post office address of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation and the by-laws and general corporate laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until a successor is elected and qualified is as follows:

MELODY M. DOBBINS
P. O. Box 851
Lakeland, Florida 33802

L. GUERRY DOBBINS, JR.
P. O. Box 851
Lakeland, Florida 33802

ARTICLE IX

The post office address of the President and other officers of the Corporation who shall hold office for the first year of existence of the Corporation or until his successor is elected or appointed and has qualified is as follows:

President:	MELODY M. DOBBINS P. O. Box 851 Lakeland, Florida 33802
Treasurer:	MELODY M. DOBBINS P. O. Box 851 Lakeland, Florida 33802
Secretary:	L. GUERRY DOBBINS, JR. P. O. Box 851 Lakeland, Florida 33802

ARTICLE X

The name and address of each person subscribing to stock in the Corporation, and a statement of the number of shares of stock which each has agreed to take is as follows:

MELODY M. DOBBINS and L. GUERRY DOBBINS, JR., jointly
P. O. Box 851
Lakeland, Florida 33802
200 shares

ARTICLE XI

The name and address of each person signing these Articles of Incorporation as Incorporator are as follows:

MELODY H. DOBBINS
P. O. Box 851
Lakeland, Florida 33802

L. GUERRY DOBBINS, JR.
P. O. Box 851
Lakeland, Florida 33802

ARTICLE XII

The registered agent of this Corporation has been designated as MELODY H. DOBBINS, and the registered office is located at 601 E. Lime Street, Lakeland, Florida, 33802.

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Lakeland, Polk County, Florida, this 27th day of June, 1995.

Kimberly Sloan
Jennifer McNeal
Jennifer McNeal
Kimberly Sloan

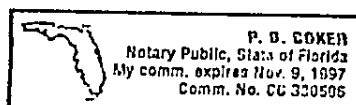
Melody H. Dobbins
MELODY H. DOBBINS

L. Guerry Dobbins, Jr.
L. GUERRY DOBBINS, JR.

STATE OF FLORIDA
COUNTY OF POLK

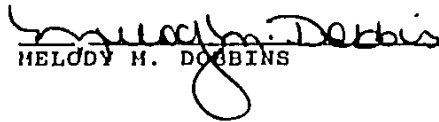
The foregoing instrument was acknowledged before me this day by MELODY M. DOBBINS and L. GUERRY DOBBINS, JR., the Incorporators of this Corporation known as ACTION BUSINESS AND CONSULTING SERVICES, INC., and they executed the same freely and voluntarily for the purposes therein expressed and produced their drivers licenses as identification and who took an oath, this 27th day of June, 1995.

P. B. Coker
Notary Public



ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, hereby accept the designation of
Registered Agent for ACTION BUSINESS AND CONSULTING
SERVICES, INC.


MELODY M. DOBBINS

FILED

1995 JUN 29 AM 10:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA