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NUSSBAUM & NUSSBAUM
ATTORNEYS AT LAW

1001 EXECUTIVE CENTER DRIVE, SUITE 102
JACKSONVILLE, FLORIDA 32207

WILLIAM NUSSBAUM
BOARD CERTIFIED REAL ESTATE LAWYER
MARY STEPHENSON NUSSBAUM

TELEPHONE
(904) 398-1148
FACSIMILE (904) 398-1510

June 28, 1995

Secretary of State
Corporate Records Bureau
P.O. Box 6377
Tallahassee FL 32314

Re: Jaxpark, Inc.
Park & Fly, Inc.

300001528083
-06/30/95--01033--007
*****78.75 *****78.75

Gentlemen or Ladies:

Enclosed are Articles of Incorporation for each of the above corporations, together with my statement of acceptance of appointment as registered agent.

My office account checks for \$78.75 each is enclosed for the filing fee, designation of registered agent, and for a certificate of status for each corporation. Please file these and then send to this office your notices of filing and certificates of status.

Thank you for attending to this for me.

Very truly yours,

William Nussbaum

William Nussbaum

WN/

FILED
55 JUN 30 PM 1:16
TALLAHASSEE, FLORIDA

D. BROWN JUL - 5 1995

ARTICLES OF INCORPORATION

JAXPARK, INC.

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I **CORPORATE NAME**

The name of this corporation is JAXPARK, INC.

ARTICLE II **CORPORATE EXISTENCE**

The existence of this corporation shall commence on the signing of these Articles of Incorporation and shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE III **PURPOSE**

The general nature of the business to be transacted by this corporation is to develop real property to be leased, and for the purpose of transacting any and all other lawful business or businesses as the stockholders of the corporation may decide.

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65 JUN 30 PM 1:16
TALLAHASSEE, FLORIDA

ARTICLE IV
PRINCIPAL OFFICE

The initial address and principal office of this corporation is 1565 Airport Road, Jacksonville, FL 32218.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of capital stock having a nominal or par value of \$1.00 per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1851 Executive Center Drive, Suite 102, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is William Nussbaum.

ARTICLE VII
MANAGEMENT

The business and activities of this corporation shall be managed by the stockholders of the corporation, and this corporation shall have no Board of Directors.

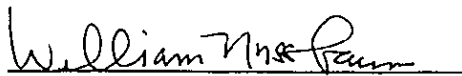
ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is: William Nussbaum,
1851 Executive Center Drive, Suite 102, Jacksonville, Florida 32217.

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.
Every amendment shall be approved at a stockholder's meeting by a majority of the stock
entitled to vote thereon, unless all of the stockholders sign a written statement manifest-
ing their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 28TH day of June, 1995.



WILLIAM NUSSBAUM

REGISTERED AGENT'S ACCEPTANCE

1:37 PM
95 JUN 30 PM 1:16
JACKSONVILLE, FLORIDA

I, WILLIAM NUSSBAUM, having been named as the initial registered agent of JAXPARK, INC., do hereby accept said appointment, and state that I am familiar with and accept the obligations of that position as set forth in § 607.0501(3), Florida Statutes, 1993.

William Nussbaum

WILLIAM NUSSBAUM
REGISTERED AGENT
1851 Executive Center Drive
Suite 102
Jacksonville, Florida 32207

June 28, 1995