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MANTOR & WESTERFER, P.A.
4081 TAMiami TRAIL N.
SUITE C-201
NAPLES, FLORIDA 33940

AUGUST 4, 1995

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: INCORPORATION OF NEW BUSINESS

GENTLEMEN:

ENCLOSED ARE (1) ARTICLES OF INCORPORATION, (2) CERTIFICATE
DESIGNATING PLACE OF BUSINESS, AND (3) CHECK IN PAYMENT OF
INCORPORATION FEES AS FOLLOWS:

\$ 35.00 - FILING FEE - PROFIT CORPORATION
52.50 - CERTIFIED COPY
35.00 - CERTIFICATE DESIGNATING REGISTERED
AGENT

\$122.50 TOTAL CHECK

PLEASE RETURN THE CERTIFIED COPY OF THESE ARTICLES OF
INCORPORATION TO OUR OFFICE AT:

MANTOR & WESTERFER, P.A.
4081 TAMiami TRAIL N.
SUITE C-201
NAPLES, FLORIDA 33940

SINCERELY,

Marilyn L. Mantor
MARILYN L. MANTOR

TALLAHASSEE, FLORIDA

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SN
8/14/95

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CERTIFICATE OF INCORPORATION

OF

lledo, Inc.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

lledo, Inc.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE THOUSAND (1,000) SHARES WITH A PAR VALUE OF ONE DOLLAR (1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

SERIES A	VOTING	1,000 SHARES
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ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE THOUSAND DOLLARS. (\$1,000).

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI

THE NAME AND ADDRESS OF THE CORPORATIONS'S INITIAL REGISTERED AGENT IS:

Sandra O. Rose Smith
109 Farmers Lane
Venus, FL 33960

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TALLAHASSEE, FLORIDA

ARTICLE VII

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE
LOCATED AT:

109 Farmers Lane
Venus, FL 33960
Mailing Address: P.O. Box 2172
Lake Placid, Florida 33862

ARTICLE VIII

THIS IS A CLOSE CORPORATION AS CONTEMPLATED BY FLORIDA
STATUTE 607.72. THE CORPORATION WILL HAVE NO DIRECTORS AND
BUSINESS SHALL BE CONDUCTED BY THE SHAREHOLDERS OF THIS
CORPORATION.

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, VICE
PRESIDENT, SECRETARY AND TREASURER, WHO SHALL HOLD OFFICE FOR
THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR
SUCCESSORS ARE ELECTED PURSUANT TO THE CORPORATE BY-LAWS ARE
AS FOLLOWS:

NAME	OFFICE	ADDRESS
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Ode.l1 J. Rose	President	5325 Ludlow Drive Camp Springs, MD 20748-2124
Richard R. Smith	Secretary	P.O. Box 283 Palmdale, FL 33944
Sandra O. Rose Smith	Treasurer	P.O. Box 283 Palmdale, FL 33944

ARTICLE X

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THIS CERTIFICATE
OF INCORPORATION IS AS FOLLOWS:

Odell J. Rose
5325 Ludlow Drive
Camp Springs, MD 20748-2124

I, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND
INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY
THAT THE FOREGOING CONSTITUTES THE CHARTER OF THE ABOVE
CORPORATION.

WITNESS MY HAND AND SEAL THIS DAY OF

Odell J. Rose

Odell J. Rose

STATE OF FLORIDA
COUNTY OF COLLIER

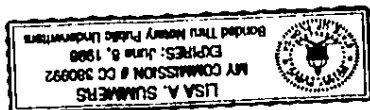
BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY
APPEARED---Odell J. Rose ---TO ME KNOWN TO BE THE PERSON
DESCRIBED IN AND WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING
ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT
HE EXECUTED AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN
EXPRESSED. WHO IS PERSONALLY KNOWN OR WHO PRODUCED K-200-652-454-856
Maryland AS IDENTIFICATION.

DATED: 8.9-95

Lisa A. Summers

NOTARY PUBLIC

MY COMMISSION EXPIRES:



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

IN PURSUANCE OF CHAPTER 48-091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT.

FIRST: THAT lledo, Inc. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS, AS INDICATED IN THE ARTICLES OF INCORPORATION AT VENUS, HENDRY COUNTY, STATE OF FLORIDA, HAS NAMED -- Sandra O. Rose Smith --OF VENUS, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT: SANDRA O. ROSE SMITH

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.


SANDRA O. ROSE SMITH

TALLAHASSEE, FLORIDA

55 AUG 11 AM 11:53

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