

Partnership Management Services

100001565761
-08/22/95--01038--005
***122.50 ***122.50

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

To Whom it May Concern:

Please find enclosed the registration documents for Partnership Management Services, Inc.. Also enclosed is a check in the amount of \$122.50 covering fees for registration, registered agent and certified copy. The daytime contact person is W. L. LeNeve at (407) 832-0222. Please send the acknowledgement to the below address.

W. Lawrence LeNey

WLN/ss
encl. (1)

TO: P.O. Box 2673
Palm Beach, FL.
33480

W95-17053
DL 8/23/95



FLORIDA DEPARTMENT OF STATE

August 23, 1995

Sandra B. Mortham
Secretary of State

W. LAWRENCE LENEVE
P.O. BOX 2673
PALM BEACH, FL 33480

SUBJECT: PARTNERSHIP MANAGEMENT SERVICES, INC.
Ref. Number: W95000017053

We have received your document for PARTNERSHIP MANAGEMENT SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928

Agnes Lunt
Corporate Specialist

Letter Number: 095A00039482

*See Page Two for
Change.*

ARTICLES OF INCORPORATION

OF

PARTNERSHIP MANAGEMENT SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 SEP -6 AM 8:26

I, W. I. FIVE, do hereby organize a corporation under and by virtue of the provisions of Chapter 607, Florida Statutes, 1975, under the following Articles of Incorporation.

FIRST - NAME

The name of the corporation is PARTNERSHIP MANAGEMENT SERVICES, INC.

SECOND - BUSINESS

The general nature of business or business to be transacted by the Corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

THIRD - CAPITAL STOCK

The capital stock of the corporation shall be and consist of non-assessable common stock having a par value of One Tenth of a Cents (\$0.001) per share. The maximum number of shares of stock which the corporation is authorized to have outstanding at any time is One Million (1,000,000) Shares, unless otherwise amended in accordance with the By-Laws.

FOURTH - CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than One Thousand (\$1,000.00) Dollars.

FIFTH - PERPETUAL TERM

The term for which the corporation shall exist shall be perpetual and its existence shall begin upon the filing of these Articles in the Office of the Secretary of State, State of Florida, and approved by the Secretary of State and State of Florida.

SIXTH - ADDRESS OF CORPORATION

The initial street address of the principal office of the corporation is:
350 South County Road
Suite 203
Post Office Box 2673
Palm Beach, Florida 33480

SEVENTH - BOARD OF DIRECTORS

The business of this corporation shall be managed and its corporate powers exercised by a board of one or more directors who shall be over the age of twenty-one (21). The director or directors need not be stockholders. The initial Board of Directors shall consist of one (1) member.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP -5 AM 8:26

EIGHTH - MEMBERS OF BOARD

The name and street address of the members of the first Board of Directors are:

Harry Loy Anderson
350 South County Road
Suite 203
Post Office Box 2673
Palm Beach, Florida 33480

NINTH - SUBSCRIBERS OF ARTICLES

The name and street address of the person signing these Articles of Incorporation as sole subscriber is: W. L. LeNeve 350 South County Road, Suite 203, Palm Beach, Florida 33480.

TENTH - REGISTERED AGENT

The registered agent for service of process within this State for Partnership Management Services, Inc., shall be W.L. LeNeve and the address of the registered agent is 350 South County Road, Suite 203, Palm Beach, Florida 33480.

ELEVENTH - NO PERSONAL LIABILITY

Neither the stockholders, directors, officers nor agents of the corporation shall be personally liable for debts or obligations of the corporation.

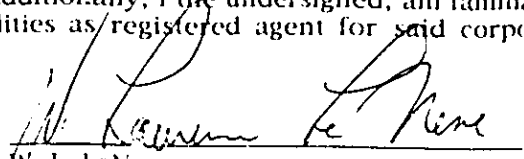
TWELFTH - STOCKHOLDERS' MEETINGS

Except as may be otherwise provided in the By-Laws, any annual or other meeting of stockholders may be held either within or out of the State, and any stockholders may waive notice of any meeting, either before, at or after the meeting.

THIRTEENTH - AMENDMENTS

These Articles of Incorporation may be amended in any manner provided by law.

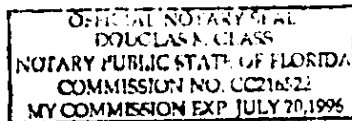
I, the undersigned, being the original subscriber of the Articles of Incorporation of PARTNERSHIP MANAGEMENT SERVICES, INC., certify and declare that the facts herein stated are true, that I am sui juris and over twenty-one (21) years of age, and a citizen of the United States, and that I have hereunto set my hand and seal the 6th day of July, 1995. Additionally, I the undersigned, am familiar with and accept the duties and responsibilities as registered agent for said corporation pursuant to Article Ten above.


W. L. LeNeve

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, an officer authorized to take acknowledgements personally appeared W. L. LeNeve to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County named above, the 10 day of July, 1995.





NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires: 7-20-96