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January 2, 1996

P.O. Box 1531
Tampa, FL 33601

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Hallam Enterprises, Inc.

Gentlemen:

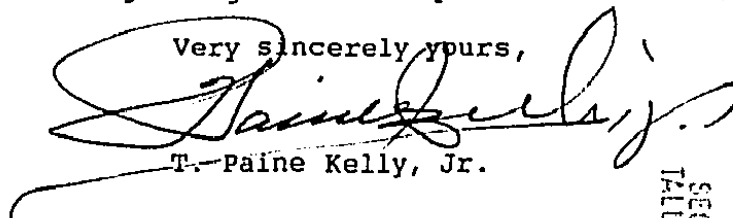
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-01/08/96--01051--012
****122.50 ****122.50

I am enclosing original and one (1) copy of Articles of Incorporation of Hallam Enterprises, Inc. and Certificate of Designation of Registered Agent/Registered Office. If there is any question concerning the use of the name as the name of a new corporation, please advise me immediately.

I am also enclosing check in the amount of \$122.50, covering your charge of \$35.00 for receipt of Articles of Incorporation; \$35.00 for receipt of Certificate of Designation of Registered Agent/Registered Office and \$52.50 for a certified copy of the Articles, which I request at the earliest possible date.

Please advise if it is necessary for me, as incorporator, to take any other action regarding the incorporation of Hallam Enterprises, Inc.

Very sincerely yours,


T. Paine Kelly, Jr.

TPKjr/
Enclosures

96 JAN -8 AM 10:41
SECRET
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
HALLAM ENTERPRISES, INC.

FILED
96 JAN -8 AM 10:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as the incorporator of HALLAM ENTERPRISES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation: HALLAM ENTERPRISES, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III. POWERS

The Corporation has all corporate powers provided by law.

ARTICLE IV. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue and have outstanding at any time is 1,000 shares of Common stock having a par value of \$1.00 per share. The Corporation, as authorized by the board of directors may issue shares for any consideration described in Section 607.0621, Florida Statutes, or otherwise provided by law.

ARTICLE VI. MAILING ADDRESS AND ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the initial principal office of the Corporation is 1917 Club House Road, Lakeland, Florida 33803.

ARTICLE VII. REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation is 111 E. Madison Street, Suite 2300, Tampa, Florida 33602. The name of the Corporation's initial registered agent at the registered office is T. Paine Kelly, Jr.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
T. Paine Kelly, Jr.	111 E. Madison Street Suite 2300 Tampa, Florida 33602

ARTICLE IX. INITIAL BOARD OF DIRECTORS

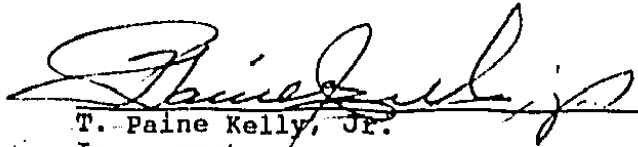
The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Mary Helen Borch	2507 N. 61st Place Scottsdale, Arizona 85257-1915
T. Paine Kelly, Jr.	111 E. Madison Street Suite 2300 Tampa, Florida 33602

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of January, 1996.


T. Paine Kelly, Jr.
Incorporator

FILED

96 JAN -8 AM 10:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is HALLAM ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

T. Paine Kelly, Jr.
(Name)

111 E. Madison Street, Suite 2300
(P.O. Box NOT acceptable)

Tampa, Florida 33602
(City/State/Zip)

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: January 2, 1996