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 *ALSO ADMITTED IN
 DISTRICT OF COLUMBIA

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 ***ALSO ADMITTED IN CONNECTICUT

January 18, 1996

Secretary of State
 State of Florida
 Division of Corporations
 Post Office Box 6327
 Tallahassee, Florida 32314

Re: Dnyo, Inc.

EFFECTIVE DATE
 1-18-96

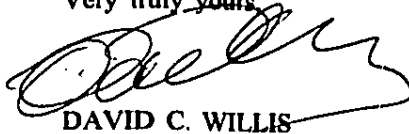
Dear Sir:

Enclosed herewith please find original and one copy of Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50, representing the following:

1. Filing Fee	\$35.00
2. Designation of Registered Agent	35.00
3. Certified copy of Articles	<u>52.50</u>
	\$122.50

Please return the certified copy to my attention.

Very truly yours


 DAVID C. WILLIS

DCW/pjs
 Enclosures
 cc: Mr. Tom Johnson

FILED
 96 JAN 22 AM 9:20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 60000-1995146
 -01/22/96--01097--020
 *****122.50 *****122.50

JAN 26 1996 BSB

**ARTICLES OF INCORPORATION
OF
DAYO, INC.**

FILED

96 JAN 22 AM 9:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



EFFECTIVE DATE

1-18-96

ARTICLE I

The name of this Corporation is DAYO, INC.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100,000 shares of common stock. Each of such shares shall have a par value of \$.01 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 5104 North Orange Blossom Trail, Suite 200, Orlando, Florida 32810. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 E. Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is David C. Willis.

ARTICLE V

The number of Directors constituting the Initial Board of Directors is 3. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

<u>Name</u>	<u>Address</u>
Tom Johnson	5104 North Orange Blossom Trail Suite 200 Orlando, FL 32810
Paul Turner	5104 North Orange Blossom Trail Suite 200 Orlando, FL 32810
Lorraine Turner	5104 North Orange Blossom Trail Suite 200 Orlando, FL 32810

ARTICLE VI

The name and address of the subscriber is David C. Willis, 225 E. Robinson Street, Suite 600, Orlando, Florida 32801.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of

certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

ARTICLE IX

These Articles of Incorporation shall be effective on the 18th day of January, 1996 pursuant to Florida Statutes §607.0123(1)(b).

DATED: January 18, 1996.

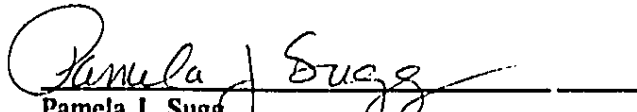


David C. Willis

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on the 18th day of January, 1996, by David C. Willis, as Incorporator of Dayo, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me.

(AFFIX NOTARY SEAL)



Pamela J. Sugg
Notary Public - State of Florida
My Commission Expires:



PAMELA J SUGG
My Commission CC397188
Expires Jul. 19, 1998

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Dayo, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named David C. Willis as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



David C. Willis
(Registered Agent)

FILED
95 JUN 22 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA