

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0191 FAX

800-342-8086



networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

RECEIVED
96 JAN 26 PM 1 18
DIVISION OF CORPORATIONS

ACCOUNT NO. 07.10000003

REFERENCE : 819816 5020727

AUTHORIZATION :

Patricia Piquito

COST LIMIT : \$ 122.50

ORDER DATE : January 25, 1996

ORDER TIME : 11:01 AM

ORDER NO. : 819816

CUSTOMER NO: 5020727

500001698285

CUSTOMER: Kurt E. Grosman, Esq
GROSMAN & HOCK, P.A.

Suite 1150
200 East Robinson Street
Orlando, FL 32801

EFFECTIVE DATE
JAN 25 1996

DOMESTIC FILING

NAME: VANGUARD INVESTMENTS, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: **T. BROWN** JAN 26 1996

FILED
96 JAN 26 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JAN 25 1996

FILED
96 JAN 26 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VANGUARD INVESTMENTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VANGUARD INVESTMENTS, INC.

The address of the principal office of this corporation shall be 733 West State Road 436, Suite 2001, Altamonte Springs, Florida 32714, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually with an effective date of January 25, 1996.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jerome B. Kahn Dir.	2102 Royal Fern Court Longwood, Florida 32791
------------------------	--------------------------------------------------

George W. Jaconetti Dir.	733 West State Road 436, Suite 2001 Altamonte Springs, Floirda 32714
-----------------------------	-------------------------------------------------------------------------

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jerome B. Kahn
Pres.

2102 Royal Fern Court
Longwood, Florida 32791

George W. Jaconetti
Sec./Treas.

733 West State Road 436, Suite 2001
Altamonte Springs, Florida 32714

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on January 26, 1996.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

GMC/dks