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Law Office Of
Royce D. Pipkins
P.O. Box 162645
Allamonte Springs, FL 32716-2645
Telephone (407) 260-5166
Fax (407) 260-9789

January 22, 1996

SECRET
01725706- 01049--007
****122.50 ****122.50

SECRETARY OF STATE
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

Re: Alpha Land, Inc.

Gentlemen:

Enclosed please find two (2) fully excuted Articles of Incorporation for Alpha Land, Inc. for filing, together with my check in the amount of \$122.50 which represents your fee.

Please file the Articles of Incorporation and return a filed copy to me at the above address.

Very truly yours,


Royce D. Pipkins

RDP:gl
Encls.

AL JAN 29 1995

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
ALPHA LAND, INC.

I, the undersigned natural person of the age of twenty-one years or more, acting as incorporator of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of this corporation is: ALPHA LAND, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

The general business of the corporation to be transacted by the corporation shall be as follows: To perform any and all acts allowed for a corporation under the laws of the State of Florida.

ARTICLE IV

STOCK

The aggregate number of shares which the corporation shall have authority to issue is 7,500 shares at \$1.00 per share, par value, non-assessable, and shall consist of one (1) class only, to-wit: Common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the principal office of this corporation is: 258 E. Altamonte Drive, Altamonte Springs, Florida 32701, and the name of the registered agent of this corporation at that address is: Royce D. Pipkins.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

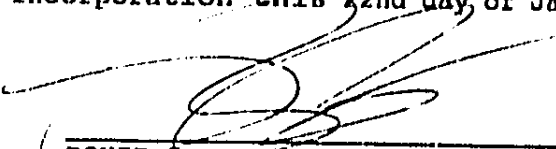
This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the Initial Board of Directors of this corporation is: Royce D. Pipkins, 258 E. Altamonte Drive, Altamonte Springs, Florida 32701.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Royce D. Pipkins, 258 E. Altamonte Drive, Altamonte Springs, Florida 32701.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of January, 1996.

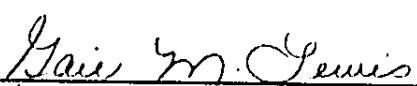


ROYCE D. PIPKINS

STATE OF FLORIDA)
COUNTY OF SEMINOLE) ss.:

BEFORE ME, the undersigned Notary Public, authorized to take acknowledgments in the County and State aforesaid, personally appeared ROYCE D. PIPKINS, who is personally known by me, and who, upon oath, acknowledged before me that he executed the foregoing Articles of Incorporation freely and voluntarily for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22nd day of January, 1996.



Print Name: Gail M. Lewis
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST: That ALPHA LAND, INC., desiring to organize or qualify
under the laws of the State of Florida, with its principal place
of business in the City of Altamonte Springs, State of Florida,
has named Royce D. Pipkins, located at 258 E. Altamonte Drive,
City of Altamonte Springs, State of Florida, as its agent to
accept service of process within Florida.

SIGNATURE: 

TITLE:

ROYCE D. PIPKINS
Incorporator

DATE:

January 22, 1996

SECOND: 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 I further
agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.

SIGNATURE: 

DATE:

ROYCE D. PIPKINS
January 22, 1996