

P96000036863

Edward J. Bergin
4320 West Kennedy Boulevard
Tampa, Florida 33609

April 23, 1996

RECEIVED
DEPT. OF STATE
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE
4-29-96

Reference: Diamondback, Inc.

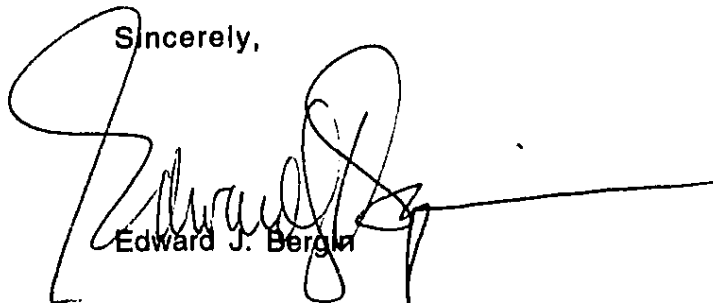
Gentlemen:

Please find enclosed two (2) fully executed copies of the Articles of Incorporation for the above referenced corporation along with my check in the amount of \$122.50 to cover the cost of filing fees.

Should you have any questions, please do not hesitate to give me a telephone call at the number listed above or at (813) 287-1152.

Thank you.

Sincerely,


Edward J. Bergin

RECEIVED
DEPT. OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE
4-29-96

DIAMONDBACK, INC.

The undersigned, acting as Incorporator of DIAMONDBACK, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: DIAMONDBACK, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III. PURPOSE

The general purpose or purposes for which the corporation is organized are as follows: to transact any or all other lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

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ARTICLE V. NO PRE-EMPTIVE RIGHTS

No holder of shares of the common stock of the Corporation shall have any pre-emptive or preferential right of subscription to any shares of common stock of the corporation, whether now or hereafter authorized, issued or sold, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may from time to time determine and at such price as the Board of Directors may from time to time fix.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 4320 West Kennedy Boulevard, Tampa, Florida 33609, and the name of the corporation's initial registered agent at that address is Edward J. Bergin.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided by the bylaws, but shall never be less than one. The name and street address of the initial directors are:

Edward J. Bergin
4320 West Kennedy Blvd.
Tampa, Florida 33609

Mary Bergin
4320 West Kennedy Blvd.
Tampa, Florida 33609

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is: Edward J. Bergin, 4320 West Kennedy Boulevard, Tampa, Florida 33609.

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a

corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

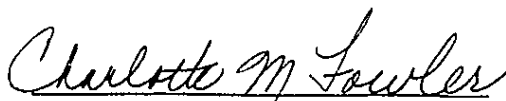
The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

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

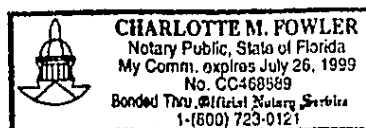

Edward J. Bergin

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 22 day of April, 1996, by Edward J. Bergin, who is personally known to me.


Notary Public, State of Florida

My Commission Expires:



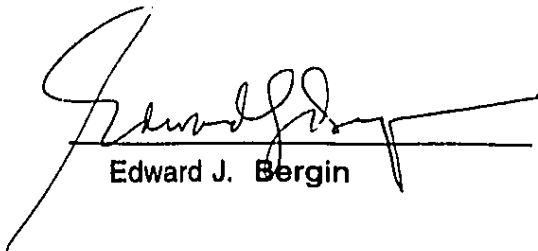
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted:

That DIAMONDBACK, INC. , desiring to organize under the laws of the
State of Florida with its initial office, as indicated in the Articles
of Incorporation, at 4320 West Kennedy Boulevard, Tampa, Florida,
33609, has named Edward J. Bergin, located at 4320 West Kennedy
Boulevard, Tampa, County of Hillsborough, Florida 33609, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation
named above, at the place designated in this certificate, I agree to
act in that capacity and to comply with the provisions of the Florida
General Corporation Act relative to keeping open the registered
office.


Edward J. Bergin

95 APR 25 PM 3:00