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FILED
96 MAY 20 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 14, 1996

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

RE: ABAS Enterprises, Inc.

000001831920
-05/21/96--01060--008
****122.50 ****122.50

Dear Sir or Madam:

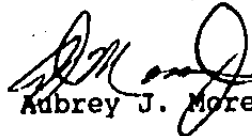
I am enclosing herewith the original and a copy of proposed Articles of Incorporation for the above-referenced new corporation, together with a check in favor of the Secretary of State in the amount of \$122.50 for following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Designation of Registered Agent	<u>35.00</u>

\$122.50

Please file these Articles of Incorporation and return a certified copy to me. Thank you.

Yours truly,



Aubrey J. Moreau, Jr.

AJM/bjm

Enclosure: as stated

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ARTICLES OF INCORPORATION
OF
ABAS ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ABAS Enterprises, Inc., whose principal office and mailing address is 6517 Minneola Street, Panama City, Florida 32404.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

All purposes as provided by current Florida law and any amendments thereto, including any emergency powers.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6517 Minneola Street, Panama City, Florida 32404, and the name of the initial registered agent of this corporation is Aubrey J. Moreau, Jr., 6517 Minneola Street, Panama City, Florida 32404.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

Aubrey J. Moreau, Jr.
6517 Minneola Street
Panama City, Florida 32404

Barbara J. Moreau
6517 Minneola Street
Panama City, Florida 32404

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporators signing these articles is: Aubrey J. Moreau, Jr., 6517 Minneola Street, Panama City, Florida 32404 and Barbara J. Moreau, 6517 Minneola Street, Panama City, Florida 32404.


ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

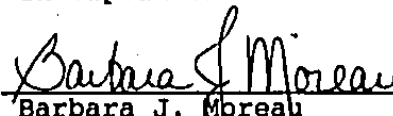
ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 14th day of May, 1996.



Aubrey J. Moreau, Jr.
Incorporator



Barbara J. Moreau
Incorporator

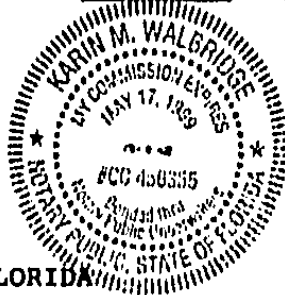


Aubrey J. Moreau, Jr.
Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Aubrey J. Moreau, Jr., to me known to be the persons described in and who executed the foregoing and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of May, 1996.

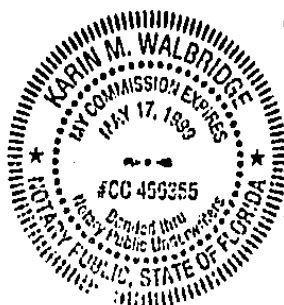


Karin M Walbridge
NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Barbara J. Moreau, to me known to be the persons described in and who executed the foregoing and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of May, 1996.



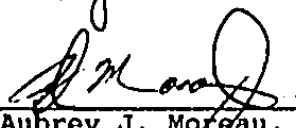
Karin M Walbridge
NOTARY PUBLIC
My Commission Expires:

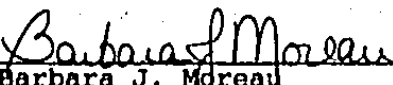
CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted.

FIRST, that ABAS ENTERPRISES, INC., desiring to be organized or qualify under the laws of the State of Florida, with its principal place of business at 6517 Minneola Street, Panama City, Florida 32404, has named AUBREY J. MOREAU, JR. whose address is 6517 Minneola Street, Panama City, Florida 32404, as its agent to accept service of process within Florida.

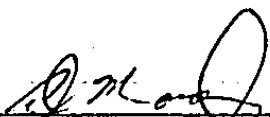
DATED this 12th day of May, 1996.


Aubrey J. Moreau, Jr.
Incorporator


Barbara J. Moreau
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named 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 performance of my duties.


Aubrey J. Moreau, Jr.
Registered Agent