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PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 979745 80981A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 7, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 979745

CUSTOMER NO: 80981A

CUSTOMER: John Paul Parks, Esq
WENDEL CHRITTON & PARKS

5300 S. Florida Avenue

Lakeland, FL 33813

700001858557
-06/07/96--01038--027
***122.50 ***122.50

DOMESTIC FILING

NAME: SUNRIDGE SYSTEMS CORPORATION

EFFECTIVE DATE:

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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -7 PM 12:44

RECEIVED
96 JUN -7 AM 11:12
DIVISION OF CORPORATIONS

EFFECTIVE DATE

6/6/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN -7 PM 12:44

ARTICLES OF INCORPORATION
OF
SUNRIDGE SYSTEMS CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be SUNRIDGE SYSTEMS CORPORATION.

ARTICLE II

The existence of the corporation shall commence on June 6, 1996.

ARTICLE III

The street address of the principal office of the corporation is 144 Lameraux Road, Winter Haven, Florida 33884, and the mailing address of the corporation is 144 Lameraux Road, Winter Haven, Florida 33884.

ARTICLE IV

The number of shares which the corporation is authorized to issue is 1,000,000 shares having a par value of \$0.01 each.

ARTICLE V

The street address of the corporation's initial registered office is 6333 W. Newman Circle, Lakeland, Florida 33811, and the name of its initial registered agent at that address is Jerry D. Tribble.

ARTICLE VI

The name and address of the sole incorporator of the corporation is Jerry D. Tribble, 6333 W. Newman Circle, Lakeland, Florida 33811.

ARTICLE VII

All shareholders are entitled to cumulate their votes for directors.

96 JUN -7 PM12:44


ARTICLE VIII

The corporation elects to have preemptive rights.

ARTICLE IX

An amendment to these Articles of Incorporation shall not be effective unless approved by at least seventy-five percent (75%) of the outstanding shares of the corporation.

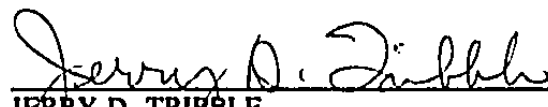
The undersigned incorporator has executed these Articles of Incorporation this 6th day of June, A.D. 1996.


JERRY D. TRIBBLE
Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, JERRY D. TRIBBLE, having been named to serve as Registered Agent for SUNRIDGE SYSTEMS CORPORATION, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept the obligations of such office.

DATED this 6th day of June, A.D. 1996.


JERRY D. TRIBBLE

SUNRIDGE/p