

Finkelstein & Associates
Attorneys At Law
Certified Public Accountants

096000054127
June 20, 1996
Via U.S. Mail
Please send any reply to:
Bradenton Office

Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32301

900001875258
-06/25/96--01123--005
****122.50 ****122.50

Re: Plyler Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Plyler Enterprises, Inc. along with a check in the amount of \$122.50 to cover the cost of filing and the return of one certified copy of the Articles to the undersigned.

Please file the Articles and return the certified copy to us in the self-addressed, stamped envelope provided.

Thank you for your assistance.

Sincerely,



David Finkelstein, C.P.A.
Attorney at Law
For the Firm

DF/pb

c:

FILED
96 JUN 25 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PLYLER ENTERPRISES, INC.

96 JUN 25 PM 4:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of PLYLER ENTERPRISES, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PLYLER ENTERPRISES, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on June 20, 1996.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida to the extent permissible under the laws and rules of the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock having no par value. The consideration to be paid for each share shall be as fixed by the shareholders, 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 shareholders, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation is 1315 15th Avenue West, Bradenton, FL 34205. The corporation's registered agent is William P. Plyler, located at 1315 15th Avenue West, Bradenton, FL 34205.

ARTICLE VI. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and street address of the person who is to constitute the first Board of Directors and who shall hold office until his successors are elected or have qualified is as follows:

William P. Plyler
1315 15th Avenue West
Bradenton, Florida 34205

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporator is:

William P. Plyler
1315 15th Avenue West
Bradenton, Florida 34205

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 shareholders any rights he may have as incorporator to acquire

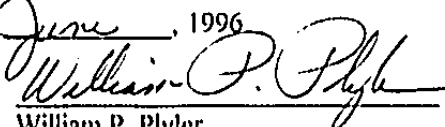
any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins

ARTICLE IX. BYLAWS

The shareholders, by vote of a majority of the outstanding shares entitled to vote, may establish, alter, amend, or repeal corporation bylaws.

ARTICLE X. 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of June, 1996

William P. Plyler
Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

On this 19th day of June, 1996, before me, a Notary Public, the undersigned officer, personally appeared William P. Plyler, personally known X, OR-produced Identification Type of Identification produced , and acknowledged the foregoing instrument.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


NOTARY PUBLIC - Signature
Julia D. Van Slyke
NOTARY PUBLIC - Print

My commission expires:



JULIA D VAN SLYKE
My Commission CC492573
Expires Aug. 30, 1999

PLYLER ENTERPRISES, INC.

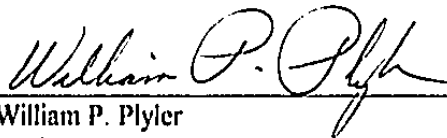
DESIGNATION OF REGISTERED AGENT

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

That PLYLER ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated at 1315 15th Avenue West, Bradenton, FL 34205, has named William P. Plyler located at 1315 15th Avenue West, Bradenton, FL 34205, in the County of Manatee, State of Florida, 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, this corporation agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.



William P. Plyler
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA