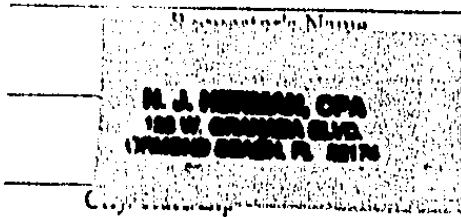


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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF INCORPORATION
OF

TEAM SUCCESS, INC.

The undersigned subscriber, being of natural person, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the proposed corporation is
TEAM SUCCESS, INC.

ARTICLE II

The purpose for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida, including the transaction of any or all lawful business for which corporations may be incorporated.

ARTICLE III

This corporation is to exist perpetually.

ARTICLE IV

The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

The shareholders of the corporation shall have the preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation

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convertible into or carrying a right to subscribe to or acquire shares of the corporation.

ARTICLE VI

The initial address of the principal office of the proposed corporation in the State of Florida is as follows:

211 E. International Speedwady Blvd. Suite 201
Daytona Beach, FL. 32114

ARTICLE VII

The name and street address of the initial registered agent of the proposed corporation is as follows:

Harry Warley
2950 Oceans Terrace Blvd.
Daytona Beach, Shores, FL. 32118

ARTICLE VIII

The initial number of directors of this corporation shall be 2 . The number of directors may be increased or decreased by the bylaws adopted by the shareholders at any time.

ARTICLE IX

The name and address of the member of the first Board of Directors is as follows:

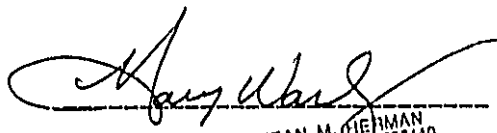
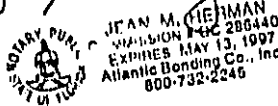
Harry Warley	Edgar J. Cobb
2950 Oceans Terrace Blvd	5845 Boggsford Rd.
Daytona Beach Shores, FL. 32118	Port Orange, FL. 32127

ARTICLE X

The name and address of the incorporator is as follows:

Harry Warley
2950 Oceans Terrace Blvd.
Daytona Beach Shores, FL. 32118

IN WITNESS WHEREOF, I have hereunto set my hand and
seal this 6th day of August , 1996.

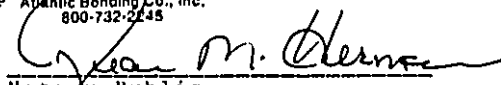



STATE OF FLORIDA)
) SS
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on the 6th day of August ,
1996, personally appeared before me, the undersigned author-
ity, Harry Warley , to me well known and known to me
to be the person described in and who acknowledged to me that
he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and
State aforementioned on the above date.

 JEAN M. HERMAN
COMMISSION # CC 286440
EXPIRES MAY 13, 1997
Atlantic Bonding Co., Inc.
800-732-2245


Notary Public

My Commission Expires:

May 13, 1997

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


95 AUG 13 11:10:59

In pursuance of Chapter 48.091, Florida Statutes,
the following is submitted in compliance with said Act.

First that TEAM SUCCESS, INC. , desiring
to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation, at the City of Daytona Beach, County
of Volusia , State of Florida, has named
Harry Warley , located at 2950 Oceans Terrace
Blvd. , County of Volusia ,
State of Florida, as its agent to accept service of pro-
cess within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY RESIDENT AGENT)

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

By: 
Resident Agent