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TALLAHASSEE, FLORIDA

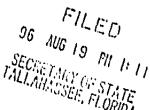
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ARTICLES OF INCORPORATION OF

MANATEE ACQUISITION, INC.



The undersigned incorporator does hereby make, subscribe, file and acknowledge these.

Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I NAME OF CORPORATION

The name of this Corporation shall be:

Manatee Acquisition, Inc.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is c/o Bruce D. Goorland, Esquire, 200 East Broward Boulevard, 15th Floor, Ft. Lauderdale, Florida 33001.

ARTICLE III AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324 and the initial registered agent of this Corporation at that address shall be CT Corporation System.

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Prepared by:

Bruce D. Goorland, Esq., FL Bar #0137230 Ruden McClocky, Et al., P. O. Box 1900 Fort Lauderdale, Florida 33301 (305) 764-6660 #96000011541

ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Bruce D. Goorland 200 East Broward Boulevard, 15th Floor Ft. Lauderdale, Florida 33301

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 19th day of August, 1996.

- Bruce D. Goorland, Incorporator

#96000011541

Prepared by:

Bruce D. Goorland, Esq., FL Bar #0137230 Ruden McClosky, Et al., P. O. Box 1900

Fort Lauderdale, Piorida 33301

(305) 764-6660

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ACCEPTANCE OF APPOINTMENT

Pursuant to Section 48.091 and 607.0801, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of MAMATES ACQUISITION, INC. and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act (1980), relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of Section 607.0805, Florida Statutes.

august 19, 1996 Dated

C T CORPORATION SYSTEM

Barbara A. Burko Special Assistant Secretary

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Prepared by:

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