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OFFICE
J. DAVID POBJECKY, P.A.
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P.O. DRAWER 7323
WINTER HAVEN, FLORIDA 33885-7323

J. DAVID POBJECKY
BOARD CERTIFIED TAX LAWYER
ALSO LICENSED IN TEXAS

AREA CODE 941
PHONE 894-0602
FAX ON REQUEST

August 28, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001935851
-08/29/96--01065--013
****122.50 ****122.50

Dear Madam or Sir:

Please find enclosed a check in the amount of \$122.50 to cover the filing expenses of the Articles of Incorporation for Sideline Sales, Inc.

If you have any questions please do not hesitate to contact my office at the above address and phone number.

Thank you for your cooperation.

Yours very truly,

Ante R. Pobjecky

Secretary to
J. David Pobjecky

/arp
Enclosure

FILED
96 AUG 29 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9.4.96
KR

ARTICLES OF INCORPORATION
OF
SIDELINE SALES, INC.

FILED
26 AUG 29 03 1:53
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

We, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of corporations for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of said corporation.

ARTICLE I

NAME

The name of this Corporation shall be: SIDELINE SALES, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business or businesses to be transacted shall be and is to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice law in the State of Florida.

This corporation shall not engage in any business other than the practice of law. However, this corporation may invest its funds in real estate, mortgages, stocks, bonds, and any other type of investment it deems prudent, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III

CAPITAL STRUCTURE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 7,500 shares of the par value of One Dollar (\$1.00) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and non-assessable. The stockholders shall have no pre-emptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock. Shares of the corporation's stock and certificates therefor shall be issued only to lawyers authorized and licensed to practice law in the State of Florida.

ARTICLE IV

CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. This article may be amended from time to time in the Bylaws of the corporation by a majority vote of the stockholders of the corporation.

ARTICLE V

EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located at 1792 W B Street, Haines City, Florida 33844, County of Polk and the post office address of said principal office of the corporation shall be P.O Box 1168, Haines City, FL 33845.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have one (1) director initially and the number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and post office address of the member of the first Board of Directors, who, subject to the provisions of the bylaws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until his successor(s) is elected and has qualified, is as follows:

ARTICLE IX

GENERAL PROVISIONS

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the bylaws, the stockholders shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the bylaws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

2. The corporation shall have such officers as may from time to time be provided in the bylaws and such officers shall be affected or invalidated by the fact that any one or

more of the directors of the corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

ARTICLE X

STOCK OWNERSHIP REQUIREMENT

The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of Florida.

ARTICLE XI

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary


of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true, on this 14th day of August, 1996.

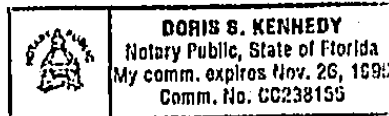

J. David Pobjocky

**STATE OF FLORIDA
COUNTY OF POLK**

I HEREBY CERTIFY that on this 14th day of August, 1996, before me personally came J. David Pobjocky party to the foregoing Articles of Incorporation, who is personally known to me and who executed the within and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Winter Haven, Polk County, Florida, the day and year last above written.


Doris S Kennedy
Notary Public, State of Florida
My comm. expires Nov. 26, 1998
Comm. No. CC238155

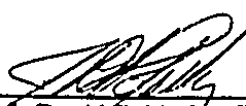


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
OFFICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48,001, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That SIDELINE SALES desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Haines City, County of Polk, State of Florida, has named J. David Pobjecky, Attorney at Law, located at 786 Avenue C SW, Winter Haven, FL 33883 as its agent to accept service of process within this State.

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 provision of said Act relative to keeping open said office.



J. David Pobjecky, Resident Agent

FILED
96 AUG 29 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA