DAVID S. GAMSEY

10450 San Jose Blvd.

Jacksonville, Florida 32257

October 30, 1996

Secretary of State

Division of State

Priving a 25 Secretary o

Secretary of State Division of Corporations Charter Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Charter filing for RES-EX ENTERPRISES, INC.

Dear Sir/Madame:

Please find enclosed an signed and executed Articles of Incorporation for RES-EX ENTERPRISES, INC.

Also, please find enclosed a check in the amount of \$122.00 for the filing fee.

After your office has processed the Articles, please return a copy of same to:

David S. Gamsey, Esquire 22 Willow Drive St. Augustine, Florida 32084

Thank you very much.

Yours truly,

David S. Gamsey

DSG/kah

Encl: Articles/check

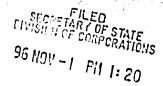
96 NOV - 1 PH 1: 20

of 11/2/bro

ARTICLES OF INCORPORATION

OF

RES-EX ENTERPRISES, INC.



The undersigned incorporator, desiring to form a corporation for profit, in accordance with the laws of the State of Florida, does hereb certify:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is RES-EX ENTERPRISES, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is any and all lawful business for which Corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE IV

CAPITAL STOCK

The authorized number of shares of capital stock of the Corporation shall consist of 100 shares of stock at \$1.00 per share par value, all of which shall be Common Shares.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than \$1,000.00. The Corporation may purchase from time to time, and to the extent permitted by the laws of the State of Florida, shares of any class of stock issued by it. Such purchases may be made either in the open market or at private or public sale, and in such manner and amount, from such holder or holders of outstanding shares of the corporation and at such prices as the Board of Directors of the Corporation shall from time to time determine, and the Board of Directors is hereby empowered to authorize such purchases from time to time without any vote of the holders of any class of shares now or hereafter authorized and outstanding at the time of any such purchase.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation in the State of Florida is 10244 Atlantic Blvd., Jacksonville, Florida 32224. Its initial registered agent at said address is Walter W.Boobyer.

ARTICLE VII

DIRECTORS

The Corporation shall have a Board of Directors comprised of not less than Two (2) but not more than Seven (7) members. The names and addresses of the initial Board of Directors are:

NAME

RESIDENCE AND POST OFFICE ADDRESS

OFFICE

Walter W. Boobyer

1712 Wildwood Creek Lane President, Jacksonville, Florida Greasurer & 32248 Director

Kyong Boobyer

1712 Wildwood Creek Lane Jacksonville, Florida

Vice President, Secretary & Director

32246

ARTICLE VII

SUBSCRIBERS

The name and residence and post office address of the subscriber to these Articles of Incorporation is Walter W. Boobyer, 1712 Wildwood Creek Lane, Jacksonville, Florida 32246.

ARTICLE VIII

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders, at a stockholders meeting, by a majority of the stock entitled to vote thereon.

Walter W. Boobyer

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

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

First that-- RES-EX ENTEREPRISES, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 10244 Atlantic Blvd., Jacksonville, Florida 32225, has named as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process of 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.

STATE OF FLORIDA COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above, to take acknowledgements, personally appeared Walter W. Boobyer, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, or who has produced his/her Florida Driver's License as identification, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and seal in the County and State named above this 20 day of October 1996.

Notary Public, State of Florida

at Large Commission Expiration: Commission Number:

OFFICIAL SEAL
DAVID S. GAMSEY
My Commission Expires
April 7, 1997
Comm. No. CC 275106