

P97000008/30

ProCamp, Inc.
3460 Red Cloud Trail
St. Augustine, Florida 32086

January 15, 1997

Division of Corporations
Secretary of State
PO 6327
Tallahassee, Florida 32314

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-01/21/97--01045--007
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for ProCamp, Inc. Along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this in the enclosed SASE to me with the filing date stamped on it.

Thank you for your assistance.

Preston L. Douglas
Incorporator

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AL JAN 28 1997

FILED
97 JAN 21 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

FILED

97 JAN 21 PM 4:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

ProCamp, Inc.

2. The principal place of business and mailing address of the corporation is:

3460 Red Cloud Trail
St. Augustine, Florida 32086

3. The corporation shall have the authority to issue 1,500 shares of common stock, in one class only, each without par value.

4. The registered agent of the corporation is Preston L. Douglas and the registered address is 3460 Red Cloud Trail, St. Augustine, Florida 32086.

5. The initial Board of Directors shall have two (2) members whose names and addresses are:

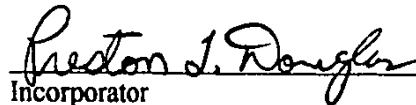
Richard A. Bliss
11822 Greenland Oaks Drive
Jacksonville, Florida 32258

Preston L. Douglas
3460 Red Cloud Trail
St. Augustine, Florida 32086

The number of directors may be raised or lowered by amendment of the bylaws of the corporation, but shall in no case be less than one.

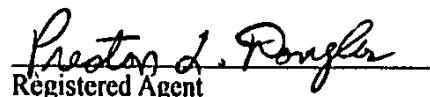
6. The incorporator of this corporation is Preston L. Douglas whose address is 3460 Red Cloud Trail, St. Augustine, Florida 32086.

Dated January 15, 1997


Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

January 15, 1997


Registered Agent