



THE UNITED STATES  
CORPORATION  
COMPANY

P970000/2622

ACCOUNT NO. : 072100000032

REFERENCE : 252446 4351650

AUTHORIZATION :

200002084982--2

-02/12/97--01036--002

\*\*\*\*122.50 \*\*\*\*122.50

COST LIMIT : \$ PPD

ORDER DATE : February 7, 1997

ORDER TIME : 10:14 AM

ORDER NO. : 252446-005

CUSTOMER NO: 4351650

CUSTOMER: Ms. Peggy Parks  
LEBOEUF LAMB GREENE & MACRAE  
LLP  
Suite 2800  
50 North Laura Street  
Jacksonville, FL 32202-3650

DOMESTIC FILING

NAME: ENTERPRISE VENTURE CAPITAL  
MANAGEMENT, INC.

FILE FIRST

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
97 FEB -7 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 FEB -7 AM 11:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

KK  
2.7.97

ARTICLES OF INCORPORATION  
OF  
ENTERPRISE VENTURE CAPITAL MANAGEMENT, INC.

FILED  
97 FEB -7 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is Enterprise Venture Capital Management, Inc.

ARTICLE II - ADDRESS

The principal office and the mailing address of this Corporation is 50 N. Laura Street, Suite 3550, Jacksonville, Florida 32202.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 1,000,000 shares of common stock, all of which shall be of the par value of \$.01 per share.


ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Pamela K. Phillips.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is Pamela K. Phillips, 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed  
these Articles of Incorporation this 4th day February, 1997.

  
\_\_\_\_\_  
Pamela K. Phillips  
Incorporator

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Enterprise Venture Capital Management, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Pamela K. Phillips, located at 50 N. Laura Street, Suite 2800, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

Pamela K. Phillips  
Pamela K. Phillips  
Incorporator

February 4, 1997  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Pamela K. Phillips hereby agrees to act in this capacity, and Pamela K. Phillips further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his/her duties.

Pamela K. Phillips  
Pamela K. Phillips  
February 4, 1997  
Date

FILED  
97 FEB -7 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA