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SUITE 222
WASHINGTON, D.C. 20036
(202) 662-5510

LAW OFFICES
SMATHERS & SMATHERS
ONE INDEPENDENT DRIVE, SUITE 2201
JACKSONVILLE, FLORIDA 32202
(904) 358-2201

AFFILIATE OFFICE
100 CHOPIN PLAZA
SUITE 2400 MIAMI CENTER
MIAMI, FLORIDA 33131
(305) 979-6823

February 6, 1997

VIA FEDERAL EXPRESS

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-02/07/97--01041--003
*****78.75 *****78.75

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Gentlemen:

Enclosed please find "Articles of Incorporation" for the following corporations:

1. Adelante, Inc.
2. Drayt Investments, Inc.

Also enclosed with these Articles are two separate checks for each corporation in the amount of \$78.75. I understand that this fee will file the corporation's Articles of Incorporation and the corporations will receive a Certificate of Status sent to each corporation's business address.

If you have any questions regarding these two corporations, please call me, or my assistant Jackie Price, COLLECT at (904) 358-2201. I would like to have these Articles filed as quickly as possible. Thank you for your assistance in this matter.

Sincerely,


Bruce A. Smathers

BAS:jsp

Enclosures

FILED
97 FEB -7 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. REGISTER FEB 10 1997

ARTICLES OF INCORPORATION
OF
ADELANTE, INC.

FILED
97 FEB -7 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Adelante, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 4051 Timuquana Road,
Jacksonville, Florida 32210.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 2,500 (two thousand five hundred) shares of common stock with a par value of one penny (\$0.01) per share, which shares shall be and hereby are designed as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida 4051 Timuquana Road, Jacksonville, Florida 32210. The name of the initial registered agent of this corporation at that address is Bruce A. Smathers. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of this corporation are as follows:

NAME

ADDRESS

Bruce A. Smathers

4051 Timuquana Road

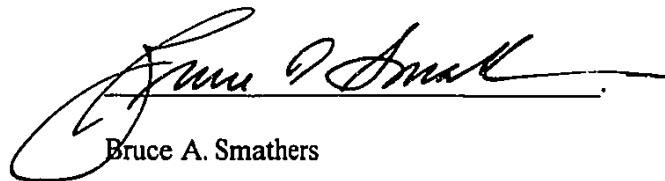
Jacksonville, Florida 32210

ARTICLE VI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has here until set his hand this 4th day of February, 1997.



Bruce A. Smathers

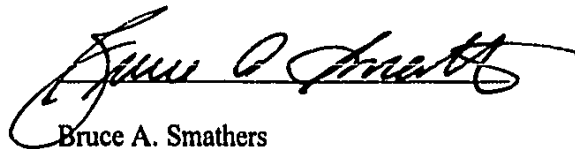
Incorporator

**CERTIFICATE OF ACCEPTANCE
OF DESIGNATION OF
REGISTERED AGENT
ADELANTE, INC.**

FILED
97 FEB -7 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Adelante, Inc., a corporation organized under the laws of the State of Florida, hereby accepts the appointment as such Registered Agent and hereby agrees to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 4051 Timuquana Road, Jacksonville, Florida 32210.

IN WITNESS WHEREOF, I have hereunto set my hand at Jacksonville, Duval County, Florida, on this 4th day of February, 1997.



Bruce A. Smathers

Registered Agent