

P97000036485

ADAMS & COVINGTON, INC.

1460 GOLDEN GATE PARKWAY, SUITE 103
NAPLES, FL 34105
(941) 403-7040

March 17, 1997

Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

300002117643--0
-03/19/97-01027--012
*****122.50 *****122.50

Gentlepersons:

Please file the enclosed Articles of Incorporation. I have enclosed \$122.50 for the filing and a certification.

Thank you for giving this matter your immediate attention.

Sincerely,



Ken Gluckman

MAR 25 1997 BSG

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAR 19 PM 12:30

FILED

97 MAR 19 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
ADAMS & COVINGTON, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statues, Section 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Adams & Covington, Inc.

ARTICLE II - DURATION

The existence of this corporation shall commence with the filing of these articles. The term of existence of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one class, \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Ken Gluckman
1460 Golden Gate Parkway, Suite 103
Naples, FL 34105

The initial street address of the principal office of the corporation in the State of Florida will be:

1460 Golden Gate Parkway, Suite 103
Naples, FL 34105

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws.

The names and addresses of the initial directors of this corporation are:

Ken Gluckman
1460 Golden Gate Parkway, Suite 103
Naples, FL 34105

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Ken Gluckman
1460 Golden Gate Parkway, Suite 103
Naples, FL 34105

IN WITNESS WHEREOF, I have subscribed my name this 17th day of March, 1997.



STATE OF FLORIDA
COUNTY OF *Collier*

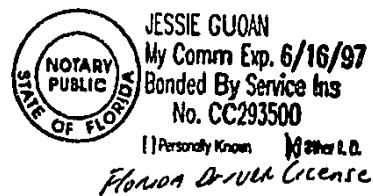
On this 17th day of March, 1997, before me, a Notary Public, the undersigned officer, personally appeared Ken Gluckman to me known to be the person whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purpose contained therein. Florida Driver's License is shown as identification.

IN WITNESS WHEREOF, I hereby set my hand and official seal.

SEAL:


Notary Public

My commission Expires:



APPOINTMENT OF RESIDENT AGENT

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon who process may be served and names and addresses of the Officers and Directors.

Adams & Covington, Inc. a corporation under the laws of the State of Florida, with its principal office at 1460 Golden Gate Parkway, #103271, Naples, FL 34105 has named Ken Gluckman, as its resident agent to accept service of process within this State.

OFFICERS

NAMES

PRESIDENT
SECRETARY
TREASURER

Ken Gluckman
Ken Gluckman
Ken Gluckman

DIRECTORS

NAME
Ken Gluckman

ADDRESS
1460 Golden Gate Parkway, Suite 103, Naples, FL 34105

DATED: March 17, 1997

97 MAR 19 PM 12:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to pose my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Ken Gluckman