

P.97000026644



ACCOUNT NO. : 072100000032

REFERENCE : 306257 3487A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : March 25, 1997

ORDER TIME : 10:17 AM

200002123902--3

ORDER NO. : 306257-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Laurie Wright
ICARD MERRILL CULLIS TIMM
FUREN & GINSBURG, PA
2033 Main Street, Suite 101
P. O. Drawer 4195
Sarasota, FL 34237

DOMESTIC FILING

NAME: P.A. SERVICES, INC.

EFFECTIVE DATE:

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: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 MAR 25 PM 1:50
TALLAHASSEE, FLORIDA
DIVISION OF STATE

RECEIVED
97 MAR 25 AM 11:35
DIVISION OF CORPORATION

MAR 25 1997

ARTICLES OF INCORPORATION
OF
P.A. SERVICES, INC.

FILED
97 MAR 25 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of the corporation is P.A. SERVICES, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 12206 Hollybush Terrace, Bradenton, FL, 34202. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 12206 Hollybush Terrace, Bradenton, FL, 34202. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Florida, 34237, and the name of the initial registered agent of this corporation at that address is Icard, Merrill, Cullis, Timm, Furen

& Ginsburg, P.A.; Attention: John J. Waskom.

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Byron E. Turkett
12206 Hollybush Terrace
Bradenton, FL 34202

April N. Turkett
12206 Hollybush Terrace
Bradenton, FL 34202

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

JOHN J. WASKOM
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE 10. - CUMULATIVE VOTING

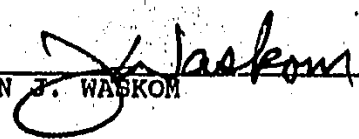
All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on

behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

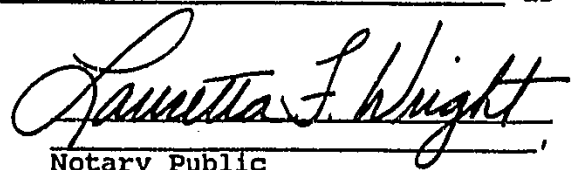
The undersigned Incorporator has executed these Articles of Incorporation on the 24th day of March, 1997.

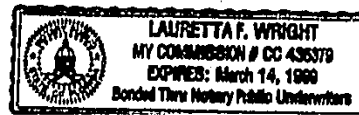

JOHN J. WASKOM

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 24th day of March, 1997, by JOHN J. WASKOM, who is personally known to me or who has produced N/A as identification.


Notary Public
State of Florida at Large
My Commission Expires:



ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
P.A. SERVICES, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: March 24, 1997.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: _____


John J. Waskom,
its authorized agent

Registered Agent

FILED
97 MAR 25 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA