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LAW OFFICES
RICHARD R. THAMES
PROFESSIONAL ASSOCIATION
121 WEST FORSYTH STREET, SUITE 600
JACKSONVILLE, FLORIDA 32202

RICHARD R. THAMES
MARGARET M. BURNETT

TELEPHONE
904-358-4000
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904-358-4001

March 26, 1997

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

Re: Incorporation of Excel Center of Northeast Florida, Inc.

400002125674--4
-03/27/97--01042--007
*****78.75 *****78.75

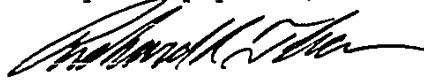
Dear Sir/Madam:

Enclosed are the following documents:

1. An original and one copy of the Articles of Incorporation; and
2. An original and one copy of a Certificate Designating Registered Agent and Registered Office.

We would appreciate your filing the originals of these documents and returning date stamped copies to us in the enclosed envelope. We have enclosed a check for \$78.75 to cover the filing fees and the costs of obtaining a certificate of status for the corporation.

Very truly yours,



Richard R. Thames

RRT/nml
Enclosures
13157

FILED
97 MAR 27 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nr 3/31/97

ARTICLES OF INCORPORATION
OF
EXCEL CENTER OF NORTHEAST FLORIDA, INC.

ARTICLE I-NAME

The name of this Corporation is Excel Center of Northeast Florida, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 510 East Minnesota Avenue, Macclenny, Florida 32063.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

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TALLAHASSEE, FLORIDA

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares, all of which shall be of the par value of One Cent (\$.01) per share.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 121 West Forsyth Street, Suite 600, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Richard R. Thames.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be fourteen (14), and the names and addresses of the persons who are to serve as the initial directors are as follows:

Allen and Barbara Way
2522 Bottomridge Drive
Orange Park, Florida 32073

Buddy and Paulette Higginbotham
510 E. Minnesota Avenue
Macclenny, Florida 32063

Lewis and Carolyn Whitehead
7454 65th Street
Live Oak, Florida 32060

Calvin and Janice Newton
14606 Puskitia Terrace
Jacksonville, Florida 32218

Tab and Sheri Taber
Route 1, Box 900
Glen St. Mary, Florida 32040

Don and Missy Norris
12585 Dunraven Trail
Jacksonville, Florida 32223

Edward and Penny Futch
873 Orange Wood Road
Jacksonville, Florida 32259

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Richard R. Thames, 121 West Forsyth Street, Suite 900, Jacksonville, Florida 32202.

ARTICLE IX-INDEMNIFICATION

Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE X-MISCELLANEOUS

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as

may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

ARTICLE XI-AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

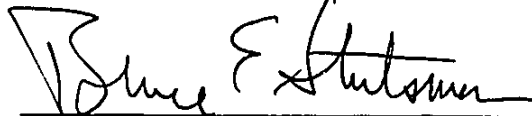
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of March, 1997.


Richard R. Thames

Acknowledgement

STATE OF FLORIDA)
COUNTY OF DUVAL)

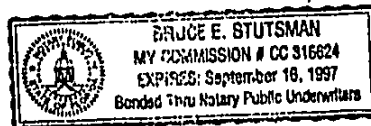
The foregoing instrument was acknowledged before me this 26th day of March, 1997 by Richard R. Thames. He is personally known to me and did not take an oath.



Notary Public for the State of
Florida at Large

My Commission Expires:

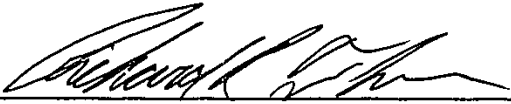
Commission Number:



**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes (1993), the following is submitted:

First, that Excel Center of Northeast Florida, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named Richard R. Thames, 121 W. Forsyth Street, Suite 900, City of Jacksonville, State of Florida 32202, as its agent to accept service of process within Florida.



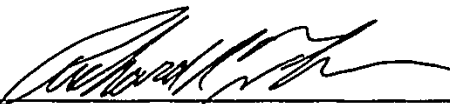
Richard R. Thames, Incorporator

3/26/97

Date

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By 

Richard R. Thames

3/26/97

Date

12854

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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