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KORN, ZEHMER & GELLATLY, P.A.
ATTORNEYS AT LAW
JACKSONVILLE, FLORIDA

PLEASE REPLY TO:
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JACKSONVILLE, FLORIDA 32266-0700
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6820 SOUTHPOINT DRIVE, SOUTH
JACKSONVILLE, FLORIDA 32216
TELEPHONE (904) 298-2111

April 2, 1997

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***122.50 ***122.50

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32301

Re: Nova Concepts, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of articles of incorporation and registered agent designation for the above-named corporation. Also, a check in the sum of \$122.50 is enclosed which represents the following fees: \$35.00 fee to file the articles of incorporation; \$35.00 fee to file the registered agent designation; and \$52.50 for a certified copy of the foregoing.

Please file the enclosed original and return a certified copy to the undersigned in the enclosed, self-addressed stamped envelope. Your prompt attention to this matter is greatly appreciated.

Sincerely yours,


John H. Zehmer

Enclosures
NOVA/NOVA 4, 2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 10:25

4404-4-97

ARTICLES OF INCORPORATION

OF

NOVA CONCEPTS, INC.

ARTICLE I

The name of this corporation is: Nova Concepts, Inc. The principal office of the corporation is located at 3750 Sarah Brook Court, Jacksonville, Florida 32277.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The total number of authorized shares of the capital stock of this corporation is Ten Thousand (10,000) shares, of a single class of voting common stock, all of which shall have a par value of Ten Cents (\$.10) each. Each issued and outstanding share of common stock shall be entitled to one vote.

ARTICLE IV

This corporation shall have perpetual existence. The existence of this corporation shall begin as of the date of the filing of these articles.

ARTICLE V

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, there shall be two (2) directors.

ARTICLE VI

The name and post office address of the first directors of the corporation, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

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Names

Vernon H. Brownlee

Post Office Address

3750 Sarah Brook Court
Jacksonville, Florida 32277

Timothe R. Bramble

19120 Trailview
San Antonio, Texas 78258

ARTICLE VII

The name and post office address of the incorporator of this corporation is as follows:

Name

Vernon H. Brownlee

Post Office Address

3750 Sarah Brook Court
Jacksonville, Florida 32277

ARTICLE VIII

The street address of the initial registered office of this corporation is 3750 Sarah Brook Court, Jacksonville, Florida 32277, and the name of the initial registered agent of this corporation at that address is Vernon H. Brownlee.

ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and without the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 2nd day of April, 1997.

Signed, sealed and delivered
in the presence of:

Tim Thompson

Larry G. Goff

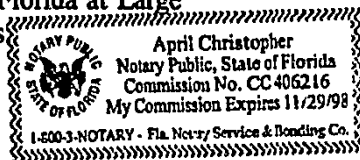
Vernon H. Brownlee
Vernon H. Brownlee

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

BE IT REMEMBERED that on this 2nd day of April, 1997, personally came before me, Vernon H. Brownlee, who is personally known by me, and who is the incorporator of the foregoing Articles of Incorporation and acknowledged that he signed said Articles in his act and deed on behalf of Nova Concepts, Inc., and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and here aforesaid.

April Christopher
Print Name: April Christopher
Notary Public, State of Florida at Large
My Commission Expires
My Commission No.:




**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That Nova Concepts, Inc., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, Duval County, State of Florida, has named Vernon H. Brownlee, 3750 Sarah Brook Court, Jacksonville, Florida 32277, as its agent to accept service of process within this state.

NOVA CONCEPTS, INC.

4-2-1997
Date


By: Vernon H. Brownlee
Incorporator

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ACCEPTANCE

Having been named to accept service of process from the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

4-2-1997
Date


Vernon H. Brownlee

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