

P 97000032217

**A.B.S. PARALEGAL AND TAX SERVICES, Inc.**

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7628-5 103rd Street  
Jacksonville, FL 32210  
904-777-1533

Department of State  
Division Of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

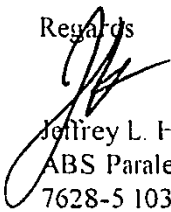
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RE: Articles of Incorporation

Dear Sir:

Please find enclosed the original and 1 copy of the Articles of Incorporation for Blue Chip Partners, Inc.. If you have any questions, please contact me at 904-777-1533.

Regards

  
Jeffrey L. Hill  
ABS Paralegal  
7628-5 103rd St.  
Jacksonville, FL 32210

FILED  
97 APR -8 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OK  
4/19/97

ARTICLES OF INCORPORATION  
OF  
Blue Chip Partners, Inc.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator's, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is Blue Chip Partners, Inc.

ARTICLE II. PRINCIPAL OFFICE AND REGISTERED AGENT

Its principal office and mailing address in the State of Florida is 6633 Altama Road, in the City of Jacksonville, County of Duval. The name of its registered agent at such address is Charles L. Back.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is 10,000 shares having a par value of one dollar (\$1.00) per share.

ARTICLE V. INCORPORATOR

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

Charles L. Back  
6633 Altama Road  
Jacksonville, FL 32216

James B. Nugent  
1533 Azalea Terrace  
Jacksonville, FL 32205

Randall G. Blue  
12201 Cobblefield Ct.  
Jacksonville, FL 32224

Ingo E. Grammel  
12707 Longview Dr. E.  
Jacksonville, FL 32223

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall initially have four (4) board of directors. The number of directors may be either increased or diminished from time to time, as provided by the By-laws. The names and addresses of the first Board of Directors are:

President Charles L. Back  
6633 Altama Road  
Jacksonville, FL 32216

Vice-President Randall G. Blue  
12201 Cobblefield Ct.  
Jacksonville, FL 32224

Secretary James B. Nugent  
1533 Azalea Terrace  
Jacksonville, FL 32205

Treasurer Ingo E. Grammel  
12707 Longview Dr. E.  
Jacksonville, FL 32223


ARTICLE VII. LIABILITY OF STOCKHOLDERS

The private property of the stockholders shall not be subject to the payment of corporate debts.

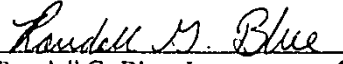
ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 08 day of April, 1997.

  
Charles L. Back, Incorporator

  
James B. Nugent, Incorporator

  
Randall G. Blue, Incorporator

  
Ingo E. Grammel, Incorporator

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the Corporation is: Blue Chip Partners, Inc..
2. The name and address of the registered agent and office is:

Charles L. Back  
6633 Altama Road  
Jacksonville, FL 32216

(Specified in Article II of Articles of Incorporation)

Signature: \_\_\_\_\_

Charles L. Back

Title: Incorporator

Date: 04.07.97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: \_\_\_\_\_

Date: 04.07.97