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OMETRIAS DEON LONG

THOMAS E. PRYOR, JR.*

* ALSO ADMITTED IN SOUTH CAROLINA

April 7, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32301

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****122.50 ****122.50

RE: GOTHAM ENTERPRISES, INC.

Dear Sir or Madam,

Enclosed you will find an original and a copy of the Articles of Incorporation for GOTHAM ENTERPRISES, INC. Also, enclosed is a check in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) to cover the fee for filing the Articles of Incorporation, the requisite fee for the appointment of a registered agent and the fee to obtain a certified copy of the Articles of Incorporation.

I would be very appreciative if upon filing the Articles of Incorporation you would mail the certified copy to me. If you have any questions please do not hesitate to contact me. With kind regards I am

Very truly yours,


Ometrias Deon Long

ODL/mwl

97 APR 10 PM 2:55

af 4/10/97

EFFECTIVE DATE

4/7/97

**ARTICLES OF INCORPORATION
OF
GOTHAM ENTERPRISES, INC.**

97 APR 10 PM 3:50

The undersigned, acting as sole incorporator, does hereby desire to form a corporation for profit pursuant to the Florida Business Corporation Act and does hereby adopt the following Articles of Incorporation:

Article I- Name of Corporation

The name of the corporation shall be **GOTHAM ENTERPRISES, INC.**

Article II- Term of Existence

The corporation shall commence its corporate existence upon the execution of these Articles of Incorporation and shall exist perpetually.

Article III- General Purposes

The general purposes for which the corporation is organized shall be to manufacture, construct, purchase, or otherwise acquire, dispose of, and to invest in, trade in, and deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description. It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be, from time to time, amended.

Article IV- Capital Stock

The aggregate number of shares for which the corporation shall have authority to issue is Two Thousand Five Hundred (2,500) shares of common stock, par value, One Cent (\$.01) per share.

Article V- Initial Registered Office and Agent

The street address of the initial registered office of the corporation is **1221 West Colonial Drive, Suite 102, Orlando, Florida 32804** and the name of the initial registered agent of the corporation at that address is **Ometrias Deon Long**.

Article VI- Incorporator

The name and street address of the incorporator of the corporation are:

Name

Ometrias Deon Long

Address

1221 West Colonial Drive
Suite 102
Orlando, Florida 32804

Article VII- Bylaws

The power to adopt, amend, or repeal the Bylaws for the management of the corporation shall be vested solely in the shareholders of the corporation.

Article VIII- Principle Office: Mailing Address

The location and mailing address of the principal office of the corporation is **6173 Westgate Drive, Orlando, Florida 32835**. The location of the principal office shall be subject to change as may be provided in Bylaws duly adopted by the shareholders of the corporation.

Article IX- Indemnification

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida this 2nd day of April, 1997.


OMETRIAS DEON LONG

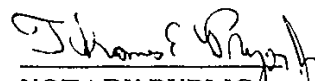
ACKNOWLEDGEMENT

STATE OF FLORIDA)

)ss.

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me by Ometrias Deon Long, who is personally known to me this 2nd day of April, 1997.


NOTARY PUBLIC



THOMAS E PRYOR JR
My Commission CC443650
Expires Mar. 06, 1999
Bonded by HAI
800-422-1655

ACCEPTANCE BY REGISTERED AGENT

The undersigned, OMETRIAS DEON LONG, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 of the Florida Business Corporation Act.



OMETRIAS DEON LONG

97 FEB 19 PM 2:56
RECEIVED
STATE
CORPORATION