

P97000035628



ACCOUNT NO. : 072100000032

REFERENCE : 337111 4307842

AUTHORIZATION : *Patricia Pappas*

COST LIMIT : \$ 122.50

ORDER DATE : April 21, 1997

ORDER TIME : 9:01 AM

ORDER NO. : 337111-005

800002148688--8

CUSTOMER NO: 4307842

CUSTOMER: Michael E. Goodbread, Jr., Esq
MARTIN ADE BIRCHFIELD &
MICKLER, P.A.
3000 Independent Square
Post Office Box 59
Jacksonville, FL 32201

DOMESTIC FILING

NAME: FINAL STRETCH PARTNERS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: _____

FILED
97 APR 21 AM 9:12
TALLAHASSEE, FLORIDA
97 APR 21 AM 10:47
OFFICE OF CORPORATION

APR 21 1997

ARTICLES OF INCORPORATION
OF
FINAL STRETCH PARTNERS, INC.

EFFECTIVE DATE
4/17/97

FILED
97 APR 21 AM 8:12
SEC
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is Final Stretch Partners, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 400 Executive Center Drive, Suite 210, West Palm Beach, Florida 33401.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of this corporation shall commence on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence shall commence on the date of filing these Articles of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock with a par value of one cent (\$.01) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholders, any or all of the authorized shares

may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the state of Florida is 400 Executive Center Drive, Suite 210, West Palm Beach, Florida 33401. The name of the initial registered agent of this corporation at that address is William McEntee, III. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

William J. McEntee, Jr.

ADDRESS

400 Executive Center Drive
Suite 210
West Palm Beach, Florida 33401


ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and Board of Directors may repeal, amend or adopt Bylaws for the

corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 17th day of April, 1997.

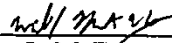


William J. McEntee, Jr.
Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
FINAL STRETCH PARTNERS, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes (1995), the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Final Stretch Partners, Inc., a corporation organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091 relative to keeping open the Registered Office of said corporation, which Registered Office is located at 400 Executive Center Drive, Suite 210, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand at West Palm Beach, Palm Beach County, Florida, on this 17th day of April, 1997.



William J. McEntee, III
Registered Agent

FILED
97 APR 21 AM 8:12
TALLAHASSEE, FLORIDA