7 May 1997

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Grass Roots, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation for the above named corporation.

Very truly yours

hour as

Richard D. Danley

*****70.00 *****70.00

Grass Roots, Inc. c/o Richard D. Danley 3501 13th Street St. Cloud, Fl

(407) 892-1002

ARTICLES OF INCORPORATION

FILED

97 MAY 15 AH 8: 23

SECHALIANASSEE, FLORIDA

Grass Roots, Inc.

of

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLES I - CORPORATE NAME & ADDRESS

The name of the Corporation is:

Grass Roots, Inc. 4601 Lenmore St. Orlando, Fl. 32812

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED THOUSAND shares (100,000) of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT
The name and street address of the Initial Registered Agent of this
Corporation is:

Charles O'Brien 4601 Lenmore St. Orlando, Fl. 32812

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Charles O'Brien 4601 Lenmore St. Orlando, Fl. 32812

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

> Charles O'Brien 4601 Lenmore St. Orlando, Fl. 32812

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12 day of Man, 1997. PATRICIA L. MAINING COMMISSION # CC 379834

EXPIRES JUN 27,1998 STATE OF FLORIDA)

COUNTY OF OSCEOLA)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Charles O'Brien known to me or who has produced his Drivers License # FDL 0/65-150.46-095-0 as identification, and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

> IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this ______ day of

(Notary Seal)

(Notary Public, State of Florida at Large)

BONDED THRU
ATLANTIC BONDING CO., INC.

2

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

FILED 97 MAY 15 AN 8: 23

CERTIFICATE OF REGISTERED AGENT
OF

SECHALLAY OF STATE TALLAHASSEE, FLORIDA

Grass Roots, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034 the following is submitted:

The above corporation, desiring to organize under the State of Florida with its registered office as indicated in the Articles of Incorporation at:

4601 Lenmore St. Orlando, Fl. 32812

has named Charles O'Brien location at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for 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 Florida Law in keeping open said office.

(Registered Agent)

PATRICIA L. PANTKE
COMMISSION # CC 379834
EXPIRES JUN 27,1998
BONDED THRU
ATLANTIC BONDING CO., INC.