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James E. Johnson II

SECRETARY
TALLAHASSEE, FLORIDA

97 MAY 19 PM 12: 21

FILED

May 15, 1997

Florida Department of State
Division of Corporations
New Filings Department
P.O. Box 6327
Tallahassee, Florida 32314

000002183620--0
-05/19/97--01147--009
*****70.00 *****70.00

Re: Incorporate Florida, Inc.
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find the executed Articles of Incorporation for Incorporate Florida, Inc. Please file the Articles and return confirmation of the filing to this office in the enclosed self-addressed, stamped envelope. I have included my firm check in the amount of \$70.00 to cover the filing costs.

If you have any questions, please do not hesitate to contact my office.

Sincerely,


James E. Johnson II

JEJ/cls
Enclosures

PH
5/21/97

ARTICLES OF INCORPORATION

FILED

OF

97 MAY 19 PM 12:21

INCORPORATE FLORIDA, INC.

REGISTRATION
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract, and hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be INCORPORATE FLORIDA, INC.

ARTICLE II - NATURE OF BUSINESS

The purpose of this Corporation is to engage in every aspect of filling out and filing Articles of Incorporation on behalf of clients wishing to incorporate in Florida and engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having \$.10 par value per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 7190 Seminole Boulevard, Seminole, Florida

33772, and the name of the initial registered agent of this Corporation at that address is JAMES E. JOHNSON II.

ARTICLE VI - DIRECTORS

The number of Directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BRIAN E. JOHNSON	7190 Seminole Boulevard Seminole, Florida 33772
JAMES E. JOHNSON II	7190 Seminole Boulevard Seminole, Florida 33772

The persons named as Directors of the Corporation are of full age and residents of the United States.

ARTICLE VIII - INITIAL OFFICERS

The Corporation's initial officers shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES E. JOHNSON II President	7190 Seminole Boulevard Seminole, Florida 33772
BRIAN E. JOHNSON Secretary/Treasurer	7190 Seminole Boulevard Seminole, Florida 33772

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is JAMES E. JOHNSON II, whose address is 7190

Seminole Boulevard, Seminole, Florida 33772.

ARTICLE X - BY-LAWS

The initial By-Laws of the Corporation shall be adopted by the Board of Directors at the organizational meeting; thereafter the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders of the Corporation.

ARTICLE XI - PRINCIPAL OFFICE

The principal office of this Corporation shall be 7190 Seminole Boulevard, Seminole, Florida 33772.


IN WITNESS WHEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15 day of May, 1997.


JAMES E. JOHNSON II, Resident

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared JAMES E. JOHNSON II, who is personally known to me, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State of named above this 15 day of May, 1997.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

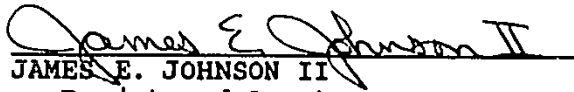
JAMES E. JOHNSON II

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

That Incorporate Florida, Inc., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation at City of Seminole,
County of Pinellas, State of Florida, has named JAMES E. JOHNSON II
located at 7190 Seminole Boulevard, Seminole, Florida, as its agent
to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-
stated Corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


JAMES E. JOHNSON II
as Registered Agent

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TALLAHASSEE, FLORIDA