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DENNIS B. LONG
BETH S. WILSON
WARREN A. WILSON, III
ARNELLE M. STRAND

May 30, 1997

MAILING ADDRESS:
P. O. BOX 1020
PALM HARBOR, FL 34682-1020

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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-06/04/97--01001--004
****122.50 ****122.50

Re: FLORIDA MILLENNIUM, INC.

Dear Sir,

Enclosed please find the original and one copy of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is a check in the amount of \$122.50 to cover the following fees:

1. \$35.00 - Filing of Articles of Incorporation
2. \$35.00 - Designation of Registered Agent
3. \$52.50 - Certified copy

Please certify the enclosed copy of the Articles of Incorporation and return the same to me.

Thank you very much for your cooperation in this matter.

Sincerely,

WILSON, WILSON & LONG, P.A.

Arnelle M. Strand

Will Wait
W97-13009
Dmc
6/3/97

AMS:tmq
Enclosures

FILED
97 JUN -3 PM 4:18
97 JUN -3 PM 3:59
RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1997

ARNELLE M. STRAND, ESQ.
WILSON, WILSON & LONG, P.A.
P.O. BOX 1020
PALM HARBOR, FL 34682-1020

SUBJECT: FLORIDA MILLENIUM, INC.
Ref. Number: W97000013009

We have received your document for FLORIDA MILLENIUM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 897A00030029

ARTICLES OF INCORPORATION

OF

FLORIDA MILLENNIUM, INC.

FILED

97 JUN -3 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I - NAME

The name of this corporation is **FLORIDA MILLENNIUM, INC.**

ARTICLE II - TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shall all be of one class of Common Shares.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right

to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is at 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the name of the initial registered agent of this corporation at that address is PAUL KAVANAGH

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business for this corporation has not been established at this time; the mailing address is 8638 Chadwick Drive, Tampa, Florida 33635.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of this corporation in the manner provided by law, but shall never be less than one (1). The name and street address of the initial director of this corporation who shall serve until a successor is duly elected and qualified is:

<u>Name</u>	<u>Address</u>
Allison Kavanagh	8638 Chadwick Drive Tampa, Florida 33635

ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
PAUL KAVANAGH	8638 Chadwick Drive Tampa, Florida 33535

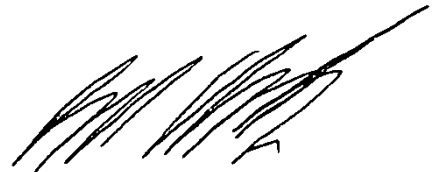
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT OF ARTICLES

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of May, 1997.



PAUL KAVANAGLI

**STATE OF FLORIDA
COUNTY OF PINELLAS**

PAUL KAVANAGLI The foregoing instrument was acknowledged before me this _____ day of May, 1997, by _____, who is personally known to me or who produced _____ as identification..

Notary Public

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

FILED

97 JUN -3 PM 4:18


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute 48.091, FLORIDA MILLENNIUM, INC., desiring to organize
PAUL KAVANAGH
under the laws of the State of Florida, hereby designates ~~Angelle M. Strand, Esq.~~ of ~~Wilson, Wilson,~~
~~of Palm Beach~~ located at 31608 U.S. Hwy. 19 No. Palm Harbor, Florida 34684, as its Registered
Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the
above stated corporation, at the place designated herein, I hereby agree to act in this capacity, and
I further agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

Dated: June 3rd 1997


PAUL KAVANAGH
~~Angelle M. Strand, Esq.~~