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August 1, 1997

Florida Department of State
Division of Corporations
P. O. Box 5327
Tallahassee, Florida 32314

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Re: JO ACORN INVESTMENTS, INC.

Gentlemen:

Enclosed are an original and duplicate original of the Articles of Incorporation for JO ACORN INVESTMENTS, INC., a Florida corporation. Please file these Articles of Incorporation and return a Certified Copy to our office.

Also enclosed is our check in the amount of \$122.50, constituting the filing fee and certified copy charge.

Please do not hesitate to contact this office should you have any questions.

Sincerely,

Robert M. Pretschner

RMP/lg
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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8-8-97
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ARTICLES OF INCORPORATION
OF

JO ACORN INVESTMENTS INC.
A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this Corporation is JO ACORN INVESTMENTS, INC., a Florida corporation.

ARTICLE II TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these Articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

ARTICLE III NATURE OF BUSINESS

The corporation is organized for the purpose of engaging in any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

2410 Britannia Road
Sarasota, FL 34231

ARTICLE V CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock (designated as common shares).

ARTICLE VI DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws of the corporation, provided that the corporation shall always have at least one (1) director. The name and street address of the initial director of this corporation, who shall serve until his successors, if any, are duly elected and qualified is:

Judy B. Overton
2410 Britannia Road
Sarasota, FL 34231

ARTICLE VII INCORPORATOR

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

Judy B. Overton
2410 Britannia Road
Sarasota, FL 34231

ARTICLE VIII INDEMNIFICATION

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

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Robert M. Pretschner, Esq.
Robert M. Pretschner, P.A.
22 S. Tuttle Avenue, Ste. 4
Sarasota, FL 34237

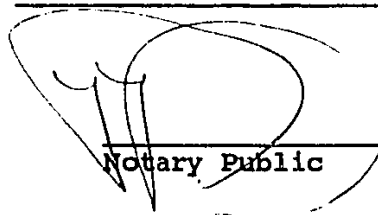
The undersigned has executed these Articles of Incorporation this 15th day of August, 1997.



JUDY B. OVERTON

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 15th day of August, 1997 by Judy B. Overton, who is personally known to me or who has produced _____ as identification.

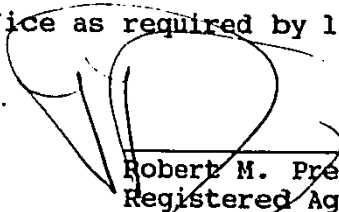


Notary Public



ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation) authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.



Robert M. Pretschner
Registered Agent
22 S. Tuttle Ave., Ste. 4
Sarasota, FL 34237

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DIVISION OF CORPORATIONS
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