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September 2, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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


Re: BullFinch Partners, Inc.

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Incorporation for BullFinch Partners, Inc., together with a check for \$70 in payment of the filing fee and the registered agent fee.

After the Articles of Incorporation have been filed, please return a file-stamped copy to us.

Very truly yours,


Bryan L. Putnal

BLP:sc
Encs.
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FILED
97 SEP -5 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Nadeau SEP 9 1997

ARTICLES OF INCORPORATION
OF
BULLFINCH PARTNERS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 BullFinch Partners, Inc.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 10430 Hunters Creek Ct., Jacksonville, Florida 32256.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$1.00 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Bryan L. Putnal, 10430 Hunters Creek Ct., Jacksonville, Florida 32256.

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are Bryan L. Putnal, 10430 Hunters Creek Ct., Jacksonville, Florida 32256.

ARTICLE VII-BYLAWS

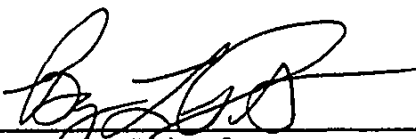
The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present

at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of September, 1997.



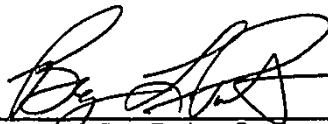
Bryan L. Putnal

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, BullFinch Partners, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is BullFinch Partners, Inc.
2. The name and address of the registered agent and office are Bryan L. Putnal, Suite 1800, First Union Tower, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, BRYAN L. PUTNAL HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. BRYAN L. PUTNAL FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.


Bryan L. Putnal

Date: 9-2-97

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97 SEP -5 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA