



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P9700007241

August 28, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: PCS, Inc.
P3209527 HOB

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-09/03/97--01109--004
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for PCS, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Wendy Snow
Corporate Service Incorporator

enc.

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SEC. OF STATE
TALLAHASSEE, FLORIDA

9/16/97
COWDA

ARTICLES OF INCORPORATION

OF

PCS, Inc.

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SECRET
TALLAHASSEE FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be **PCS, Inc.**
- SECOND:** The address of the initial registered office of the corporation is 2740 Harbor Court, St. Augustine, FL 32095, County of St. John's. The name of the registered agent located at said address is Brenda Walker Hobbs.
- THIRD:** The principal address of the corporation is 2740 Harbor Court, St. Augustine, FL 32095.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 1,000 shares of no par value.
- SIXTH:** The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Brenda Walker Hobbs 2740 Harbor Court, St. Augustine, FL 32095.

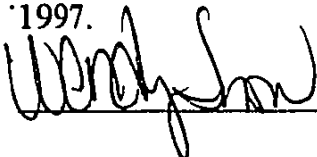
SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Wendy Snow c/o The Company Corporation, 1313 N. Market

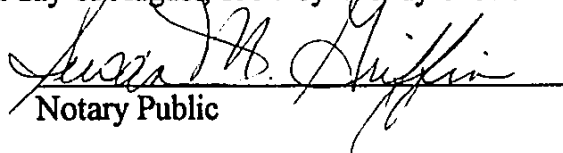
We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 25th day of August, 1997.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 25th day of August, 1997 by Wendy Snow.



Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street,
Wilmington DE 19801 (302) 575-0440

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

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this PCS, Inc.

desiring to organize under the laws of the State of Florida with its principal place of business located in the city of St. Augustine, State of Florida, has named Brenda Walker Hobbs located at 2740 Harbor Court St Augustine FL 32095

_____ as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, 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.

Brenda W Hobbs

8-19-97

Date