



THE UNITED STATES
CORPORATION
COMPANY

97000092889

ACCOUNT NO. : 072100000032

REFERENCE : 570258 4351925

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 20, 1997

ORDER TIME : 10:37 AM

ORDER NO. : 570258-005

CUSTOMER NO: 4351925

CUSTOMER: Frank J. Yong, Esq
CONE YONG & HOUSTON, P.A.

Po Box 4550 (32201)
1050 Riverside Avenue
Jacksonville, FL 32204

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-10/29/97--01063--003

***122.50 ***122.50

DOMESTIC FILING

John H.
NAME: POWELL INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED
97 OCT 20 AM 11:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
97 OCT 20 AM 11:57
SECRETARY OF STATE

W 97-23823

SN OCT 29 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 20, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: POWELL INVESTMENTS, INC.
Ref. Number: W97000023823

We have received your document for POWELL INVESTMENTS, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00051101

EFFECTIVE DATE
10/16/97

ARTICLES OF INCORPORATION

OF

JOHN H. POWELL INVESTMENTS, INC.

FILED
97 OCT 20 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **JOHN H. POWELL INVESTMENTS, INC.**

ARTICLE II

Principal Office

The principal office of the corporation shall be 534 Marina Point Drive, Daytona Beach, Florida 32114, and the mailing address of the corporation shall be P.O. Box 2193, Daytona Beach, Florida 32115.

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

Capital stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

(b) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 534 Marina Point Drive, Daytona Beach, Florida 32114, and the name of the initial registered agent of this corporation at that address is John H. Powell.

ARTICLE VII

Directors

(a) Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of this corporation is:

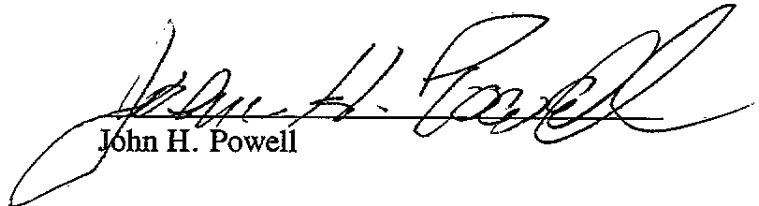
John H. Powell
534 Marina Point Drive
Daytona Beach, Florida 32114


ARTICLE IX

Amendment

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

IN WITNESS WHEREOF, the directors have executed these Articles the 16th day of October, 1997.

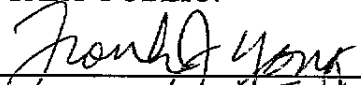

John H. Powell


Gladys Powell

STATE OF FLORIDA
COUNTY OF Volusia

The foregoing instrument was acknowledged before me this 16th day of October, 1997, by John H. Powell and Gladys H. Powell, (✓) who are personally known to me or () who produced _____ as identification and who did take an oath.

NOTARY PUBLIC:


Name Printed: Frank J. Yong
State of Florida At Large (Seal)
My commission expires:



FRANK J. YONG
EXPIRES

BUNDLED THRU TRUY FAIN INSURANCE, INC.

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

JOHN H. POWELL INVESTMENTS, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF DAYTONA BEACH, STATE OF FLORIDA, HAS NAMED
JOHN H. POWELL, LOCATED AT 534 MARINA POINT DRIVE, DAYTONA BEACH,
FLORIDA 32114, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


JOHN H. POWELL, President

Dated: October 16th, 1997

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.


JOHN H. POWELL

Dated: October 16th, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA