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October 27, 1997

Department of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32301

100002336241--0
-11/03/97--01090--006
(3) *****122.50 *****122.50

Re: ADVANTAGE INDOOR, INC.

Dear Sir:

Enclosed herewith please find original and one copy of the Articles of Incorporation in regard to the above corporation, which designate the initial Registered Agent in Article IV. Please note that the incorporator, Christopher Beauchamp, is the owner of Advantage Indoor, L.L.C. and consents to the name use.

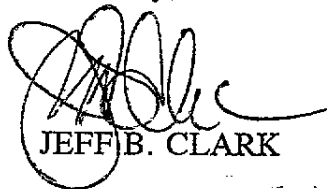
Also, enclosed is a check in the amount of \$122.50 covering the following:

Filing Fee \$5.00
Filing Fee for Registered Agent . . . 35.00
Cost of Certified Copy 52.50

Would you please send the certified copy directly to the undersigned?

Thank you for your cooperation.

Sincerely,


JEFF B. CLARK

FILED
97 NOV 13 PM 2:32
CLERK OF STATE
TALLAHASSEE, FLORIDA

W 97-25223
2544

JBC/dlm
enclosures

NOV 4 1997

ARTICLES OF INCORPORATION
OF
ADVANTAGE INDOOR, INC.

FILED
97 NOV 13 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is ADVANTAGE INDOOR, INC., whose principal office address is 2431 ALOMA AVE., SUITE 201, WINTER PARK, FL 32792.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share. This stock shall be issued as "small business corporation" stock in accordance with a plan under provisions of Section 1244 of the Internal Revenue Code.

ARTICLE IV. ADDRESS

The street address of the initial registered agent shall be 105 E. Robinson St., Suite 301, Orlando, FL 32801, and the name of the initial registered agent of the corporation at that address is Jeff B. Clark.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

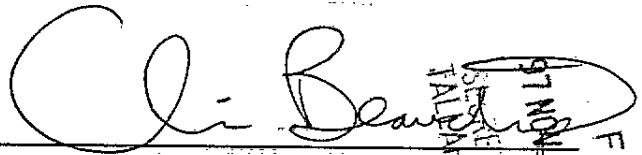
ARTICLE VII. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the By-Laws.

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is Christopher Beauchamp, 2431 Aloma Ave., Suite 201, Winter Park, FL 32792..



IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal on October 30, 1997.


CHRISTOPHER BEAUCHAMP

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared CHRISTOPHER BEAUCHAMP, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this October 30, 1997.


Notary Public
My commission expires  DIANE L. MILLER
My Commission CC389737
Expires Aug. 11, 1998
Bonded by ANB
800-852-5878

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the registered agent designated above hereby accepts the appointment and states that the address of the registered office is correct.


JEFF B. CLARK