340100C

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: December 11, 1997

ORDER TIME : 2:44 PM

ORDER NO. : 631817-005

CUSTOMER NO: 96300A

Laurence Baggett, Esq LAURENCE BAGGETT, ESQ CUSTOMER:

523 N. Halifax Avenue

Daytona Beach, FL 32118

DOMESTIC FILING

NAME: FOR PROF, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

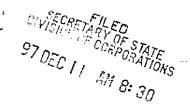
CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

12 9 97

ARTICLES OF INCORPORATION OF

FOR PROF, INC. a Florida corporation



ARTICLE I

NAME

The name of the corporation is **FOR PROF, INC.** The address of the principal office of the corporation is 523 North Halifax Avenue, Daytona Beach, Florida 32118, and the mailing address of the corporation shall be the same.

ARTICLE II

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporation existence shall be the time these Articles of Incorporation are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, or, if not so filed within five (5) days, the date and time of such filing with the Department of State.

ARTICLE III

GENERAL PURPOSES

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law or any other state, country, territory or nation.

ARTICLE IV

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 1000 shares of common voting stock having \$1.00 par value per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 523 North Halifax Avenue, Daytona Beach, Florida 32118. The name of the initial registered agent of the corporation at such address is G. Laurence Baggett.

ARTICLE VI

DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as members thereof is as follows:

G. Laurence Baggett

523 North Halifax Avenue Daytona Beach, FL 32118

The number of directors may be changed from time to time by the bylaws.

ARTICLE VII

SPECIAL PROVISIONS

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator and subscriber to One Hundred shares of common voting stock of this corporation is as follows:

G. Laurence Baggett

523 North Halifax Avenue Daytona Beach, FL 32118

G. Laurence Baggett

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

OIVISION OF CORPORATIONS
97 DEC // AH 8: 30

The foregoing instrument was acknowledged before me this day of <u>Cortoc</u>, 1997, by G. Laurence Baggett, as director, acting for and on behalf of **FOR PROF**, **INC.**, who is personally known to me and who did not take an oath.

Notary Public, State of Florida

Type, print or stamp

Date commission expires:

DAWNE M. HOLMES
Notary Public, State of Florida
My Comm. Exp. Sept. 22, 2000
Comm. No. CC 587170

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, FOR PROF, INC., hereby designates G. Laurence Baggett, 523 North Halifax Avenue, Daytona Beach, FL 32118, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

FOR PROFA

Bv:

G. Laurence Baggett

ACCEPTANCE OF DESIGNATION

The undersigned, G. Laurence Baggett, hereby accepts designation as registered agent for FOR PROF, INC., for service of process within the State of Florida.

G. Laurence Baggett