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April 22, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:43

Re: TEAM MANAGEMENT OF TAMPA, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation, and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Bill W. Sebree

Bill W. Sebree
President

500002500125-1
-04/24/98-01100-003-
*****122.50 *****122.50

TEAM MANAGEMENT OF TAMPA, INC.
3816 W. Linebaugh Avenue
Suite 114
Tampa, FL 33624

(813) 264-6719

4-27
WJ

ARTICLES OF INCORPORATION
OF
TEAM MANAGEMENT OF TAMPA, INC.

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The undersigned subscriber(s) to the Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: TEAM MANAGEMENT OF TAMPA, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

TEAM MANAGMENT OF TAMPA, INC.
3816 W. Linebaugh Avenue
Suite 114
Tampa, FL 33624

The name and address of the Initial Registered Agent of this corporation is:

Bill W. Sebree
3816 W. Linebaugh Avenue
Suite 114
Tampa, FL 33624

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Bill W. Sebree
3901 Willow Tree Place
Tampa, FL 33624

Susan H. Sebree
3901 Willow Tree Place
Tampa, FL 33624


ARTICLE VII - INCORPORATORS

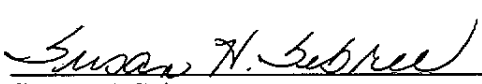
The names and addresses of the Incorporators signing these Articles of Incorporation are as follows:

Bill W. Sebree
3901 Willow Tree Place
Tampa, FL 33624

Susan H. Sebree
3901 Willow Tree Place
Tampa, FL 33624

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22nd day of April, 1998.


Bill W. Sebree


Susan H. Sebree

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Bill W. Sebree and Susan H. Sebree, known to me and known to be the persons who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation and that an oath was not taken.

Notary Stamp Seal

Witness my hand and official seal in the County and State
last aforesaid this 22nd day of April, 1998.


Notary Signature



MARY ANN DALTON
My Commission CC418583
Expires Nov. 19, 1998
Bonded by HAI
800-422-1555

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

TEAM MANAGEMENT OF TAMPA, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 3816 W. Linebaugh Avenue
Suite 114
Tampa, FL 33624

has named Bill W. Sebree, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent Signature, Bill W. Sebree

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