



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 804954 4332405

AUTHORIZATION :

*Patricia P. Pitt*

COST LIMIT : \$ 70.00

ORDER DATE : May 4, 1998

ORDER TIME : 10:01 AM

ORDER NO. : 804954-005

CUSTOMER NO: 4332405

CUSTOMER: Ms. Jan M. Dyke  
HARNETT LESNICK & RIPPS, P.A.

700002508937--9

Suite 500  
150 E. Palmetto Park Road  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: AMERICAN CLASSIC SECURITIES,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -4 PM 12:18

RECEIVED  
98 MAY -4 AM 10:39  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
AMERICAN CLASSIC SECURITIES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -4 PM 12:18

**ARTICLE I -- NAME**

The name of this corporation is American Classic Securities, Inc.

**ARTICLE II -- DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III -- PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV -- CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares." The Common Shares shall be divided into two classes, Class A, consisting of 60 shares, and Class B, consisting of 40 shares. The Class A and Class B Common Shares shall be identical, except that the Class A Common Stock shall have only those voting rights which are required by statute and the Class B Common Stock shall have full voting rights.

**ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 150 East Palmetto Park Road, Suite 500, Boca Raton, Florida 33432 and the name of the initial registered agent of this corporation at that address is Irving I. Lesnick.

**ARTICLE VI -- PRINCIPAL OFFICE**

The street address of the principal office of this corporation is 201 ATP Tour Blvd, Suite 150, Ponte Vedra, FL 32082.

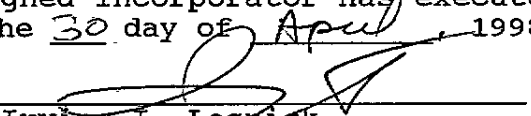
**ARTICLE VII -- INCORPORATORS**

The name and address of the incorporator signing these articles is: Irving I. Lesnick, 150 E. Palmetto Park Road, Suite 500, Boca Raton, FL 33432.

ARTICLE VIII -- INDEMNIFICATION

The corporation shall indemnify any Officer or any former officer, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 30 day of April, 1998.

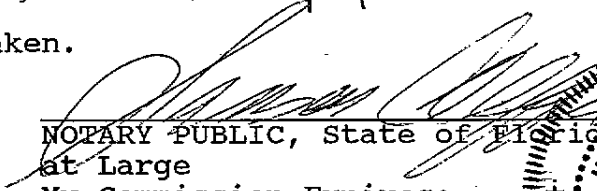
  
Irving I. Lesnick  
Incorporator

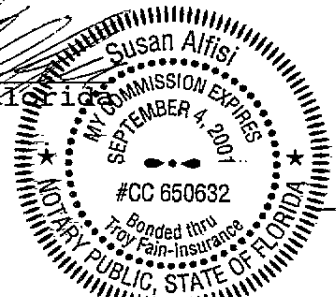
STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Irving I. Lesnick, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

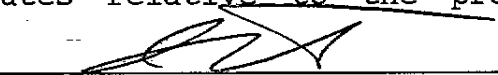
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 30 day of April, 1998.

An oath was not taken.

  
NOTARY PUBLIC, State of Florida  
at Large  
My Commission Expires:



Having been named to accept service of process for the above-named 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 performance of my duties.

  
Irving I. Lesnick  
Registered Agent