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THE CENTRAL FLORIDA
RUTLEDGE COMPANY, INC.

ATTN: CAROLYN BATTEN

ENCLOSED IS ANOTHER ARTICLES OF INCORPORATION. AS YOU AVE SUGGESTED WE
CHANGED THE NAME OR THE CORPORATION. I CAN BE REACHED AT 561-563-9862 BY
PHONE OR 1474 32ND AVE. SW VERO BEACH, FL. 33968

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****122.50 ****122.50

TERRY K RUTLEDGE
1474 32ND AVE. SW
VERO BEACH, FL 32968

FILED
98 MAY 18 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
5/18/98

ARTICLES OF INCORPORATION
THE CENTRAL FLORIDA
RUTLEDGE COMPANY, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES ON INCORPORATION, A NAUTRAL PERSON COMPETENT TO CONTACT, HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

I

THE NAME OF THE COPORATION SHALL BE THE CENTRAL FLORIDA RUTLEDGE COMPANY, INC. AND THE PRINCIPAL PLACE OF BUSINESS 1676 32 AVE. SW, VERO BEACH, FL 32968

II

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY AND ALL LAWFUL BUSINESS AND/OR ACTIVITIES PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA, OF THE UNITED STATES, AND OF NAYO OTHER STATE, COUNTY, TERRITORY AND NATION, AND SHALL HAVE ALL THE POWERS GRANTED TO A CORPORATION UNDER THE STATE OF FLORIDA, OR THE UNITED STATES, AND ANY OTHER STATE, COUNTRY TERRITORY OF NATION.

III

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF COMMON STOCK OF PAR VALUE OF 1 DOLLAR SHARE.

IV

THE INITAL ADDRESS OF THIS CORPORATION, SHALL BE 1474 32ND AVE. SW, VERO BEACH, FLORIDA, 32968, WITH THE PRIVILEGE OF HAVING ITS OFFICES AND BRANCH OFFICES AS OTHER PLACES WITHIN THE STATE OF FLORIDA. THE NAME AND ADDRESS OF THE INITAL REGISTERED AGENT SHALL BE TERRY K. RUTLEDGE, 1474 32ND AVE. SW VERO BEACH, FLORIDA 32968

V

POWER TO ADOPT, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS.

VI

THIS CORPORATION SHALL COMMENCE ITS EXISTENCE IMMEDIATELY UPON THE FILING OF THESE ARTICLES OF CORPORATION, AND SHALL EXIST PERPETUALL UNLESS SOONER DISOLVED ACCORDING TO LAW.

VII

THERE SHALL BE A BOARD OF DIRECTORS OF THE CORPORATION WHICH SHALL CONSIST OF ONE PERSON. THE NUMBER OF DIRECTORS MAY BE INCREASED OF DIMINISHED FROM TIME TO TIME AS DETERMINED BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. ANY DIRECTOR MAY BE REMOVED AT ANY ANNUAL OR SPECIAL MEETING OF STOCKHOLDERS CALLED IN ACCORDANCE WITH THE BY-LAWS OF CORPORATION, BY THE SAME VOTE AS THAT REQUIRED TO ELECT A DIRECTOR

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THE CENTRAL FLORIDA
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VIII

THE NAME AND ADDRESS OF THE FIRST BOARD OF DIRECTORS AS FOLLOWS;

TERRY RUTLEDGE 1474 32ND AVE SW
VERO BEACH, FL. 32968

DONNA RUTLEDGE 1474 32ND AVE.SW
VERO BEACH, FL. 32968

THE MEMBERS OF THE FIRST BOARD OF DIRECTORS, UNLESS OTHERWISE PROVIDED BY THE BY-LAWS, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE EXISTENCE OF THE CORPORATION OR UNTIL THEIR SUCCESSORS, ARE ELECTED OR APPOINTED AND HAVE QUALIFIED.

IX

THE NAME AND ADDRESS OF THE SUSCRIBER TO THESE ARTICLES OF INCORPORATION IS TERRY K. RUTLEDGE, 1474 32ND AVE. SW, VERO BEACH FLORIDA 32968

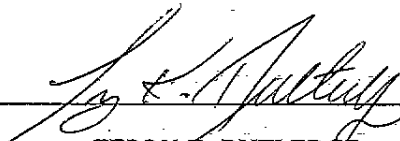
IN WHITNESS WHERE OF, THE UNDERSIGNED HAD HEREUNTO SET THIS HAND AND SEAL
THIS 12 DAY OF MAY, 1998


WITNESS


TERRY K. RUTLEDGE

ARTICLES OF INCORPORATION
THE CENTRAL FLORIDA
RUTLEDGE COMPANY, INC.

THE CENTRAL FLORIDA RUTLEDGE COMPANY, INC. DESIRING TO ORGANIZE AN
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF VERO BEACH, FLORIDA 32968 IN THE COUNTY OF INDIAN
RIVER, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.


TERRY K. RUTLEDGE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION,
AT THE PLACE DESIGNATED IN THE CERTIFICATE , I HEREBY AGREE TO ACT IN THIS
CAPACITY, AND FUTHER AGREE TO COMPLY TO ALL THE PROVISIONS OF THE STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


TERRY K. RUTLEDGE

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