P980000446666

ACCOUNT NO.: 07210000032

REFERENCE: 822242 81451A

AUTHORIZATION ?

COST LIMIT: \$ 70.00

ORDER DATE: May 18, 1998

ORDER TIME : 10:48 AM

THE UNITED STATES
CORPORATION

ORDER NO. : 822242-005

CUSTOMER NO: 81451A

CUSTOMER: Ms. Delora E. King

PRICE & DONOGHUE

Suite 140

29605 U.s. Highway 19, N.

Clearwater, FL 34621

300002526873--8

DOMESTIC FILING

NAME:

A B CHI, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

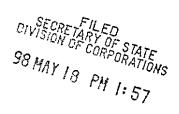
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION



OF

A B Chi, Inc.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is A B Chi, Inc.

ARTICLE II. ADDRESS

The location address and mailing address of the corporation shall be 1520 Gulf Blvd, Suite 1602, Clearwater, FL 33767 which is the same as that of the registered agent.

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1520 Gulf Blvd, Suite 1602, Clearwater, FL 33767, and the name of the initial registered agent of this corporation at that address is Ronald L. Knaus

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

Ronald L. Knaus 1520 Gulf Blvd, Suite 1602 Clearwater, FL 33767

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles is:

Ronald L. Knaus 1520 Gulf Blvd, Suite 1602 Clearwater, FL 33767 SECRETARY OF STATE OF STATE OF CORPORATIONS

98 MAY 18 PM 1:57

ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 15th day of May, 1998.

Ronald L. Knaus Incorporator

Acknowledgment of Registered Agent, I hereby accept designation as Registered Agent.

Ronald I Knaus

		Registered Agent	DIVISION OF CORE STATE
STATE OF FLORIDA)		98 MAY 18 STORATIONS
) ss:		10 PM 1:57
COUNTY OF PINELLAS)		- 0/

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **Ronald L. Knaus**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this __/57h day of _______, 1998.

Notary Public

State of Florida at Large

DE LORA KING
Notary Public - State of Florida
My Commission Expires Oct 12, 2001
Commission = CC687857