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OFFICES OF
OBERDORFER & BARRY, P.A.

1719 BLANDING BOULEVARD

JACKSONVILLE, FLORIDA 32210

E. CHARLES OBERDORFER
JOHN G. BARRY, III

TELEPHONE
(904) 384-6784
TELECOPIER
(904) 387-0637

May 20, 1998

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

100002533541--4
-05/22/98--01085--011
****122.50 ****122.50

Re: Incorporation of The Training Ground, Inc.

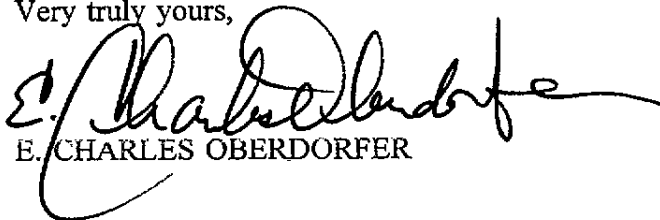
Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Incorporation for the above referenced corporation together with a designation of registered agent form. I also enclose our check in the amount of \$122.50 to cover the following charges:

1. Filing fee of \$35.00;
2. Certified copy of articles, \$52.50;
3. Certificate designating registered agent, \$35.00.

Please return one copy of the articles indicating the filing date and file number. Thank you for your attention to this matter.

Very truly yours,


E. CHARLES OBERDORFER

ECO/bjr
encs.
cc: Mrs. Julie T. Lee

APPROVED
AND
FILED
98 MAY 22 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 27 1998

**ARTICLES OF INCORPORATION
OF
THE TRAINING GROUND, INC.**

98 MAY 22 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Article One - Name

The name of this corporation shall be THE TRAINING GROUND, INC.

Article Two - Duration

This corporation shall exist perpetually.

Article Three - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article Four - Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

Article Five - Initial Registered Agent

The principal address of the corporation is 4603 Shirley Avenue, Unit 2, Jacksonville, Florida 32210 and the name of the initial registered agent of this corporation is E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard, Jacksonville, Florida 32210.

Article Six - Initial Board of Directors

This corporation shall have not less than one and no more than two directors. The number of directors or officers may increase from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial officers of the corporation are:

Julie T. Lee
4603 Shirley Avenue, #2
Jacksonville, FL 32210

President/Director

Rudolph O. Lee, Jr.
4603 Shirley Avenue, #2
Jacksonville, FL 32210

Secretary/Treasurer/Director


Article Seven - Incorporator

The name and address of the person signing these articles E. Charles Oberdorfer, Esquire,
1719 Blanding Boulevard, Jacksonville, Florida 32210.

Article Eight - Amendment

This corporation reserves the right to amend or repeal any provisions created 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 this 21st day of May, 1998.



E. CHARLES OBERDORFER

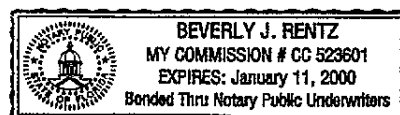
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, appeared **E. CHARLES OBERDORFER** who is personally known to me, who executed the foregoing articles and acknowledged before me that he executed those Articles of Incorporation freely and voluntarily.

SWORN TO and subscribed before me this 20 day of May, 1998.


Notary Public
My commission expires:



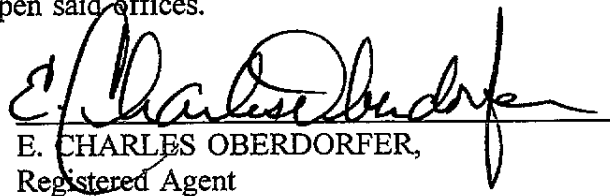
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Florida Statutes, the following is submitted in compliance with said statutes:

THE TRAINING GROUND, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of Duval, and State of Florida, has named E. Charles Oberdorfer, Esquire, 1719 Blanding Boulevard, Jacksonville, Florida 32210 as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statutes relative to keeping open said offices.


E. CHARLES OBERDORFER,
Registered Agent

APPROVED
AND
FILED

98 MAY 22 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA