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DANIEL J. LEFEVRE

LAWYER

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June 1, 1998

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

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-06/03/98--01054--005
***122.50 ***122.50

Re: Eric J. Gray, Inc.

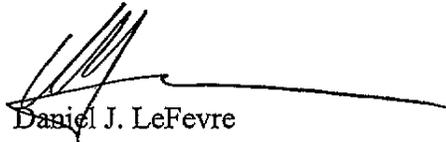
Dear Sirs:

Enclosed please find an original and one copy of the proposed Articles of Incorporation relative to the above-captioned corporation, together with my check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified copy of Articles of Incorporation	<u>\$ 52.50</u>
	\$122.50

Thank you for your assistance and prompt attention to this matter.

Yours very truly,


Daniel J. LeFevre

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 AM 8:09

DJL/cga

Enclosures

6-5
KCS

ARTICLES OF INCORPORATION

OF

ERIC J. GRAY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 AM 8:09

ARTICLE I.

The name of this corporation is ERIC J. GRAY, INC. The corporation's principal office and mailing address is 406 Wilshire Drive, Casselberry, Florida 32707.

ARTICLE II.

The corporation shall have perpetual existence.

ARTICLE III.

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

ARTICLE IV.

This corporation is authorized to issue SEVEN THOUSAND (7,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V.

The street address of the initial registered office of this corporation is 406 Wilshire Drive, Casselberry, Florida and the name of the initial registered agent of this corporation at this address is ERIC J. GRAY.

ARTICLE IV.

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 names and addresses of the initial directors of this corporation are:

ERIC J. GRAY
406 Wilshire Drive
Casselberry, Florida 32707

ARTICLE VII.

The names and addresses of the persons signing these Articles are:

ERIC J. GRAY
406 Wilshire Drive
Casselberry, Florida 32707

ARTICLE VIII.

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

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this the 1st day of June, 1998.


Eric J. Gray (SEAL)

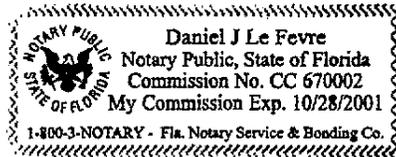
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid personally appeared ERIC J. GRAY, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this the 1st day of June, 1998.

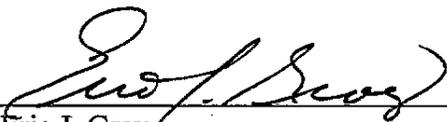


Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent above, I hereby accept and agree to act in that capacity and agree to comply with the Florida Statutes thereunto appertaining.



Eric J. Gray

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 AM 8:10