

HARRY A. JONES, P.A.
ATTORNEY AT LAW

HARBOR TOWNE
11 A. MAX BREWER PARKWAY
TITUSVILLE, FLORIDA 32796

June 22, 1998

P.O. BOX 6447
TITUSVILLE, FLORIDA 32782-6447
(407) 264-0334
FAX: (407) 269-6840

P98000057316

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

200002572152---1
-06/25/98--01039--017
*****70.00 *****70.00

Re: San of East Central Florida, Inc.

Dear Sir/Madam:

Enclosed find an original and one copy of Articles of Incorporation for the above-captioned corporation, together with check in the sum of \$70.00 to cover your filing fees.

Please stamp the copy of the Articles with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,


Harry A. Jones

HAI/re
Enc.

cc: Earl Spencer, Jr.

FILED
98 JUN 25 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/16-26-98

FILED
98 JUN 25 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SAN OF EAST CENTRAL FLORIDA, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: SAN OF EAST CENTRAL FLORIDA, INC. The principal place of business and the mailing address of the corporation shall be: 65 East Nasa Blvd., Melbourne, FL 32901.

ARTICLE II

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III

The capital stock of this corporation shall be 500 shares of \$1.00 par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the stockholders of this corporation.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The initial registered agent and registered office of the corporation in the State of Florida is: F. Gregory Spencer. The stockholders may from time to time move the principal office to any other address in Florida.

ARTICLE VII

The names and addresses of the officers are:

NAME	ADDRESS	OFFICE
F. Gregory Spencer	65 East Nasa Blvd. Melbourne, FL 32901	President
Earl Spencer, Jr.	719 Garden St. Titusville, FL 32796	Secretary

ARTICLE VIII

The names and addresses of the subscribers to the Certificate of Incorporation are as follows:

NAME	ADDRESS
F. Gregory Spencer	65 East Nasa Blvd. Melbourne, FL 32901
Earl Spencer, Jr.	719 Garden St. Titusville, FL 32796

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders' meeting by a majority of the

stockholders entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

At each election for directors every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principal among any number of candidates.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seals this 22nd day of June, 1998.

F. Gregory Spencer
F. Gregory Spencer

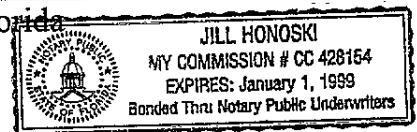
Earl Spencer, Jr.
Earl Spencer, Jr.

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared F. Gregory Spencer, to me personally known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of June, 1998.

Jill Honoski
Notary Public, State of Florida
My Commission Expires:



STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Earl Spencer, Jr., to me personally known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of June, 1998.

Jill Honoski
Notary Public, State of Florida
My Commission Expires:

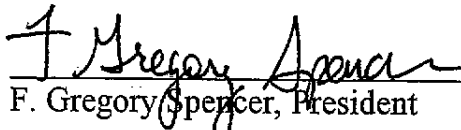


STATEMENT OF DESIGNATION AND ACCEPTANCE
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF
SAN OF EAST CENTRAL FLORIDA, INC.

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.0501, the undersigned as President of SAN OF EAST CENTRAL FLORIDA, INC., hereby files this statement of the designation and acceptance of the initial registered agent of the Corporation.

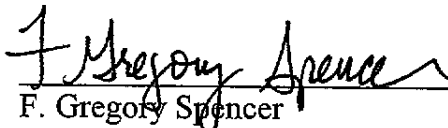
The street address of the initial registered office of this Corporation is 65 East Nasa Blvd., Melbourne, FL 32901, and the name of the initial registered agent of this Corporation at that address is: F. Gregory Spencer..

DATED this 22nd day of June, 1998.


F. Gregory Spencer, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of SAN OF EAST CENTRAL FLORIDA, INC., at the initial registered office of the Corporation at 65 East Nasa Blvd., Melbourne, FL 32901.


F. Gregory Spencer

FILED
98 JUN 25 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA