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KARAL B. OBERDIER

P98000058818

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

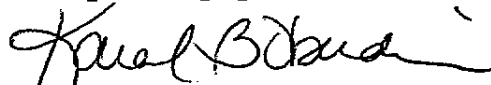
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*****70.00 *****70.00

Re: Mathis & Young Enterprises, Inc.

Gentlemen:

Enclosed please find the original and copy of Articles of Incorporation for the above corporation and check in the amount of \$70.00 for filing of the same.

Very truly yours,


Karal B. Oberdier

KBO/ljm
Enclosures as stated

CC: Mr. Jason Mathis and
Mr. Mike Young w/o enclosures

FILED
98 JUL -1 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/17-2-98

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98 JUL -1 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MATHIS & YOUNG ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Mathis & Young Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

243 Arlington Road
Suite 2A
Jacksonville, Florida 32211

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One hundred.

ARTICLE IV INITIAL REGISTERED AGENT, ADDRESS, AND ACCEPTANCE

The name and address of the initial registered agent is:

Jason Mathis
5417 South Bend Circle North
Jacksonville, Florida 32207

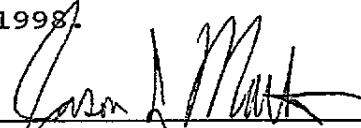
I hereby am familiar with and accept the duties and responsibilities as registered agent.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jason Mathis
5417 South Bend Circle North
Jacksonville, Florida 32207

The undersigned has executed these Articles of Incorporation this
30th day of June, 1998.



President
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA