



THE UNITED STATES
CORPORATION
COMPANY

P98000061343

ACCOUNT NO. : 072100000032

REFERENCE : 887181 - 7159103

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : July 10, 1998

ORDER TIME : 11:55 AM

ORDER NO. : 887181-005

CUSTOMER NO: 7159103

CUSTOMER:

FAYE R. CHANDRINOS

Suite One
750 Wylly Avenue
Sanford, FL 32773

DOMESTIC FILING

700002585637--1

NAME: AUSTIN CMP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 10 AM 7:45

RECEIVED
98 JUL 10 PM 2:40
DIVISION OF CORPORATION

7-13
25

ARTICLES OF INCORPORATION
OF
AUSTIN CMP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 10 AM 7:45

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be **AUSTIN CMP, INC.** and the corporate mailing address shall be 317 Pine Shadow Lane, Lake Mary, Florida 32746.

ARTICLE II - PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The amount of capital stock authorized shall consist of 7,500 shares of common voting stock having a par value of \$1.00 per share payable in lawful money of the United States of America or in other property, tangible or intangible, in labor or services actually performed for the corporation or stock, at a just valuation to be fixed by the Board of Directors, or issued as partly paid when so ordered by the Board of Directors. The capital stock of the corporation may at any time be increased or decreased as provided by the laws of Florida.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, 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 pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 317 Pine Shadow Lane, Lake Mary, Florida 32746, and the name of the initial registered agent of this corporation is THOMAS M. HUTTO, JR.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is THOMAS M. HUTTO, JR., 317 Pine Shadow Lane, Lake Mary, Florida 32746.

ARTICLE VIII - OFFICERS AS DIRECTORS

All officers of this corporation may be directors.

ARTICLE IX - POWERS OF DIRECTORS

The Directors shall have the power to hold their meetings and to have one or more corporate offices and keep the books of the corporation, except the original or duplicate stock ledger, outside of the State of Florida, at such place or places as from time to time

may be designated by the By-Laws or resolutions of the Board of Directors. Members of the Board of Directors may participate in regular meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE X - ASSIGNMENT OF STOCK

The original incorporator of this corporation shall have the right, after the organization of same, to assign to a person who may hereafter become a subscriber to the capital assignment, and who shall stand in lieu of the original incorporator and assume and carry out all of the rights, liabilities and duties entailed by said subscription, subject to the laws of the State of Florida.

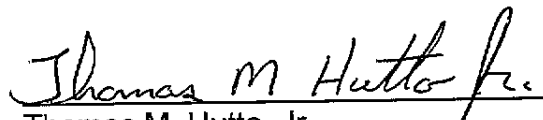
ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend, alter, modify 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 this 3rd day of July, 1998.


Thomas M. Hutto, Jr.

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared THOMAS M. HUTTO, JR., known to me to be the person who executed the foregoing and he acknowledged to me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid this 3rd day of July, 1998.


NOTARY PUBLIC
State of Florida at Large



FAYE R. CHANDRINOS
MY COMMISSION # CC391540 EXPIRES
July 6, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED AND THE PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 10 AM 7:45

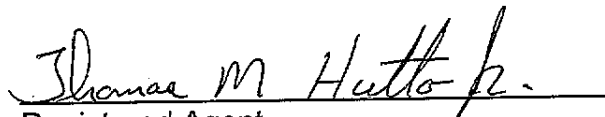
In compliance with Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said sections:

AUSTIN CMP, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Lake Mary, County of Seminole, State of Florida, has named THOMAS M. HUTTO, JR. as its registered agent to accept service of process within the state, who is located at 317 Pine Shadow Lane, Lake Mary, Florida 32746.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared THOMAS M. HUTTO, JR., known to me to be the person who is nominated to act as the resident agent and he acknowledged before me that he agreed to undertake said duty and he agreed to comply with the provisions of said sections relative to the proper performance of his duties.


Registered Agent

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid this 32746 day of July, 1998.


NOTARY PUBLIC
State of Florida at Large

