



THE UNITED STATES
CORPORATION
COMPANY

P98000070572

ACCOUNT NO. : 072100000032

REFERENCE : 923318 4726134

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pysit

ORDER DATE : August 11, 1998

ORDER TIME : 10:42 AM

ORDER NO. : 923318-005

CUSTOMER NO: 4726134

CUSTOMER: Mark J. Bernet, Esq
STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
Suite 2200
401 East Jackson Street
Tampa, FL 33602

800002612888--6

DOMESTIC FILING

NAME: REED AVENUE CORP.

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: Cassandra Bryant

EXAMINER'S INITIALS:

703
W98-18225

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 11 AM 9:01

RECEIVED
98 AUG 11 AM 11:29
[Signature]



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 11 AM 9:01

August 11, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: REED AVENUE CORP.
Ref. Number: W98000018225

RESUBMIT
Please give original
submission date as file date.

We have received your document for REED AVENUE CORP. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Article Seven states there will be one director(s), whereas none is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 298A00041742

RECEIVED
98 AUG 12 PM 3:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

8/10/98

**ARTICLES OF INCORPORATION OF
REED AVENUE CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 11 AM 9:01

ARTICLE ONE - NAME

The name of this corporation is: Reed Avenue Corp.

ARTICLE TWO - DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE THREE - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is: 113 Reed Avenue, Lexington, South Carolina 29072.

ARTICLE SIX - REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office is MARK J. BERNET, 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1) nor more than five (5). The director shall be: RONALD J. SHEPPARD, 113 Reed Avenue, Lexington, South Carolina 29072.

ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is MARK J. BERNET, 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE NINE - AMENDMENT

This corporation reserves the right to amend 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.


ARTICLE TEN - BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE ELEVEN - INFORMAL SHAREHOLDER ACTION

The holders of outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704.

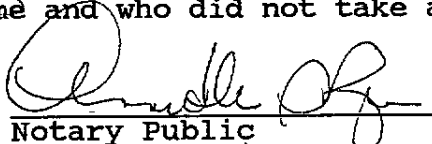
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 10th day of August, 1998.


Mark J. Bernet, as
Incorporator

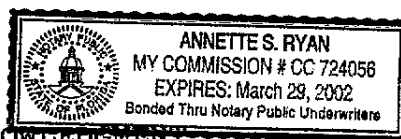
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 11 AM 9:01

The foregoing Articles of Incorporation were acknowledged before me this 10 day of August, 1998, by MARK J. BERNET, who is personally known to me and who did not take an oath.


 (SEAL)
Notary Public

My Commission Expires:



ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, Florida Statutes.


Mark J. Bernet, as
Registered Agent

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8/10/98