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August 17, 1998

Florida Department of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

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*****122.50 *****122.50

RE: Comays Corporation of Ocala

To Whom It May Concern:

In regard to the above, enclosed you will find the original and (1) copy of the Articles of Incorporation along with check #1710 in the amount of \$122.50, which represents the filing fee and the cost of a certified copy of same.

If there are further requirements, please call the office.

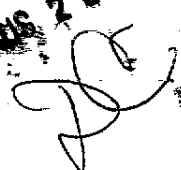
Very Truly Yours,

Law Office of Charlotte I. Hunter, P.A.

BY: 
CHARLOTTE I. HUNTER, ESQ.

CIH/sek
Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
COMAYS CORPORATION OF OCALA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is Comays Corporation of Ocala.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue one class of shares, which should be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon a dissolution. In addition, no stock shall be issued or transferred to a non-resident alien. No preferences, limitations or relative rights other than those provided by law shall exist in respect of any other shares of the Corporation or any of the holders thereof. The Corporation is authorized to issue 1,000 common shares.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5675 S.E. 35th Street, Ocala, Florida 34471 and the initial registered agent of this Corporation at such office shall

be Cora M. Downie, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The place of business will be 5675 S.E. 35th Street, Ocala, Florida 34471.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The name and address of the directors constituting the Initial Board of Directors is:

CORA M. DOWNIE
5675 S.E. 35th Street
Ocala, Florida 34471

ARTICLE VII - INCORPORATORS

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

CORA M. DOWNIE
5675 S.E. 35th Street
Ocala, Florida 34471

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that

shall be fixed by the By-laws, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify its officer(s), director(s) and authorized agent for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida Law existing now or hereinafter enacted.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation this 17th day of August, 1998.


CORA M. DOWNIE

STATE OF FLORIDA
COUNTY OF MARION

The foregoing Articles of Incorporation of Comays Corporation of Ocala, were acknowledged before me this 17th day of August, 1998 by CORA M. DOWNIE, as Incorporator.

Suzanne E Knipe
Notary Public, State of
Florida at Large

My commission expires:



Suzanne E Knipe
★ My Commission CC722490
Expires March 8, 2002

ACCEPTANCE OF REGISTERED AGENT

I, the undersigned person, having been named as registered agent and to accept service of process for COMAYS CORORATION OF OCALA, hereby accept the appointment as registered agent and agree to act in this capacity AND to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Dated: 8/17/98

Cora M Downie
CORA M. DOWNIE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA