

MATEER & HARBERT, P. A.

ATTORNEYS AT LAW

WILLIAM G. MATEER
RONALD A. HARBERT
STEVEN R. BECHTEL
LAWRENCE J. PHALIN
JAMES B. BOGNER
W. SCOTT GABRIELSON
DAVID L. EVANS
LARRY J. TOWNSEND
MARY A. EDENFIELD
JAMES R. LUSSIER
DAVID C. WILLIS
KURT E. THALWITZER
RICHARD L. ALLEN, JR.
THOMAS R. HARBERT
MICHAEL A. PAASCH

POST OFFICE BOX 2854
SUITE 600, TWO LANDMARK CENTER
225 E. ROBINSON STREET
ORLANDO, FLORIDA 32802-2854

TELEPHONE (407) 425-9044
FACSIMILE (407) 423-2016

E-MAIL ADDRESS
dwillis@mateerharbert.com

DIRECT LINE
(407) 418-1313 Ext. 133

DONALD R. HENDERSON
BRADLEY P. BLYSTONE
MILDRED BEAM-RUCKER
SUSAN H. NEISWENDER
KAREN M. WILLIAMS

OF COUNSEL
H. ALLAN WEBER
LANDIS & KANE, P.A.
DAVID M. LANDIS
JON E. KANE
DAVID F. TEGELER

August 24, 1998
P98000074923

VIA FEDERAL EXPRESS

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****122.50 ****122.50

Secretary of State
Division of Corporations
Corporate Records Bureau
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Articles of Incorporation of Cattoor and Associates, Inc.

Dear Sir/Madam:

Enclosed herewith are the original Articles of Incorporation of Sun World Supply, Inc. for filing. Also enclosed is this firm's check in the amount of \$122.50 representing:

Filing Fee -- \$35.00
Registered Agent Fee -- \$35.00
Certified Copy Fee -- \$52.50 (copy is enclosed).

Once the Articles of Incorporation have been filed with the Secretary of State, please return same via Federal Express by using the return air bill provided.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,

DAVID C. WILLIS

FILED
98 AUG 25 PM 1:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten initials and date: CB, 8-27-98, 5

ARTICLES OF INCORPORATION
OF
CATTOOR AND ASSOCIATES, INC.

FILED
98 AUG 25 PM 1:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is Cattoor and Associates, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.01 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 3601 Vineland Road, Suite 1, Orlando, Florida 32811. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 3601 Vineland Road, Suite 1, Orlando, Florida 32811, and the name of the Corporation's initial registered agent to receive service of process is Rodney Cattoor.

ARTICLE V

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws.

The name(s) and address(es) of the corporation of Cattoor and Associates, Inc.:

<u>Name</u>	<u>Address</u>
Rodney Cattoor	3601 Vineland Road, Suite 1 Orlando, Florida 32811
Charles Hobus	3601 Vineland Road, Suite 1 Orlando, Florida 32811

ARTICLE VI

The name and address of the subscriber is David C. Willis, Mateer & Harbert, P.A., 225 E. Robinson Street, Suite 600, Landmark Center Two, Orlando, Florida 32801.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of

certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

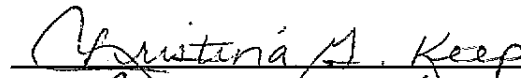
DATED: August 24, 1998.



DAVID C. WILLIS

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on August 24, 1998, by DAVID C. WILLIS, as Subscriber of Cattoor and Associates, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Personally Known (type of identification) as identification.



Name: CHRISTINA G. KEEP
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED


FILED
98 AUG 25 PM 1:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Cattoor and Associates Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 3601 Vineland Road, Suite 1, Orlando, Orange County, State of Florida, has named Rodney Cattoor as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



RODNEY CATTOOR
(Registered Agent)