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November 11, 1998

Florida Department of Corporations
FLORIDA DEPT. OF STATE
409 East Gaines Street
Tallahassee, FL 32399

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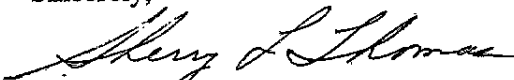
FILE ARTICLES OF INCORPORATION

Enclosed please find two sets of the Articles of Incorporation for ACCUMULATED CAPITAL INCORPORATED, a check for \$70 filing fee plus \$8.75 for a certified copy and a Priority Mail return envelope to return copy to our accountant, Quay Burket, CPA..

If we have forgotten anything, please contact us at (407) 872-1211. Please leave a message. We are currently traveling, but check our messages daily and will return your call immediately.

Thank you for your assistance in this matter.

Sincerely,


Sherry L. Thomas

Enclosures: Articles of Incorporation- 2 sets
Check
Priority Mail return envelope

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 AM 11:00

W98-25550

SHERRY LAPHAM THOMAS
POST OFFICE BOX 568795
ORLANDO, FL 32856
(407) 872-1211

P. Hall

NOV 16 1998

ARTICLES OF INCORPORATION

OF

ACCUMULATED CAPITAL INCORPORATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 NOV 16 AM 11:00

* * * * *

ARTICLE I

Name. The name of this Corporation is: ACCUMULATED CAPITAL
INCORPORATED.

ARTICLE II

Business and Activities. This Corporation may, and
is authorized to, engage in any activity or business permitted
under the laws of the United States of America and of the State
of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of
stock that this Corporation is authorized to have outstanding at
any one time is ten thousand (10,000) shares of common stock having a par
value of One Hundred and NO/100 (\$100.00) Dollars per share, with the
consideration to be paid for each share to be in money, property or services,
as may be fixed by the Board of Directors.

ARTICLE IV

Term of Existence. This Corporation shall have perpetual
existence.

ARTICLE V

Initial Registered Office Agent. The street address of the
initial registered office of this Corporation is 120 East Miller Street,
Suite 17, City of Orlando, County of Orange, State of Florida, 32806 and the
name of the initial registered agent of this Corporation at that address is
Sherry L. Thomas.

Article VI

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 not have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Number of Directors. The Board of Directors of this Corporation shall consist of at least one (1) and not more than seven (7) Directors. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude a Director from serving the Corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of the sole member of this Corporation's first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles R. Woodson	120 East Miller Street, Suite 17 Orlando, Florida 32806
Sherry Lapham Thomas	120 East Miller Street, Suite 17 Orlando, Florida 32806

ARTICLE IX

Subscribers. The name, street address, and subscription rights of each subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Charles Richard Woodson	120 East Miller Street Suite 17 Orlando, Florida 32806	500

Sherry Lapham Thomas

120 East Miller Street 500
Suite 17
Orlando, Florida 32806

ARTICLE X

Incorporator. The name and street address of the Incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Sherry Lapham Thomas	120 East Miller Street Suite 17 Orlando, Florida 32806

ARTICLE XI

Registered Agent and Principal Address. The registered agent of this corporation is Charles R. Woodson and the registered agent and corporate principal address is 120 East Miller, Suite 17, Orlando, FL 32806.

ARTICLE XII

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

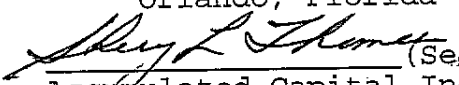
ARTICLE XIII

Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has under the laws of the State of Florida this 2nd day of November 1998.

Charles Richard Woodson

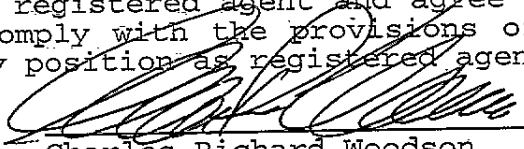
120 East Miller Street 1000
Suite 17
Orlando, Florida 32806

 (Seal)
Accumulated Capital Incorporated
Sherry Lapham Thomas

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the obligations of my position as registered agent.

Dated

10 Nov 98


Charles Richard Woodson
Registered Agent