



BRANT, MOORE, MACDONALD & WELLS, PA

ATTORNEYS AND COUNSELLORS

50 North Laura Street • Suite 3100
Jacksonville, Florida 32202

Richard W. Buck
rwbuck@bmmw-law.com

P 9 8 0 0 0 9 8 0 9 3

Corporate Division
Department of State
George Firestone Building
Post Office Box 6327
Tallahassee, Florida 32314

409 East Gaines Street
Tallahassee, Florida 32399

Re: AmBest Enterprises, Inc.

600002690586--3
-11/18/98--01061--017
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Incorporation for the above referenced corporation. We have also enclosed a check in the amount of \$78.75 to cover the cost of filing fee. We would appreciate your filing the Articles of Incorporation immediately upon receipt and returning a certified copy of the filing to our office.

If you have any questions, please do not hesitate to call.

Very truly yours,

Richard W. Buck

RWB/rlp
Enclosures
131947.1

F. CHESSEY NOV 23 1998

ARTICLES OF INCORPORATION
OF
AMBEST ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 18 AM 9:51

ARTICLE I - NAME

The name of this Corporation is AmBest Enterprises, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 1,000 shares of the common stock at a par value of \$0.01 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 10109 Lake Lamar Court, Jacksonville, Florida 32256. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

Initially, this Corporation shall have two (2) Directors. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors are:

Richard W. Buck
10109 Lake Lamar Court
Jacksonville, Florida 32256

Barbara B. Buck
10109 Lake Lamar Court
Jacksonville, Florida 32256

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard W. Buck, Esq.
50 North Laura Street, Suite 3100
Jacksonville, Florida 32202

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

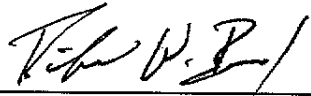
The street address of the initial registered office of this Corporation is 50 N. Laura Street, Suite 3100, Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Richard W. Buck, Esq.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

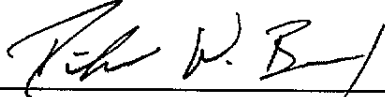
ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.


_____(SEAL)
Richard W. Buck, Esq.
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for DTC Corp. Loretto, a Florida corporation, in accordance with Florida Statutes, Section 607.0501.



Richard W. Buck, Esq.
Registered Agent

135825.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 18 AM 9:51