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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
FOR
PLANNED ENVIRONMENTS, INC.**

FILED
Planned Environments, Inc.
Articles of Incorporation
99 JAN -8 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME AND ADDRESS

The name of this Corporation shall be PLANNED ENVIRONMENTS, INC., the mailing address shall be 2790 N.W. 43rd Street, Suite 100, Meridien Centre, Gainesville, Florida 32606, and the principal office shall be located at 3324 W. University Avenue, Box 132, Gainesville, Florida 32607.

ARTICLE II - TERM

This Corporation shall have perpetual existence unless sooner dissolved according to law. This corporation shall begin business on the day of the filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the following:

(a) To do any and all acts and things, and to exercise any and all other powers conferred by the laws of Florida upon corporations formed under the provisions of Chapter 607, Florida Statutes, 1997, as amended, and which now or hereafter may be authorized by law.

(b) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE IV - STOCK

The maximum number of shares of stock outstanding at any time shall be one thousand (1,000), with no par value per share, all of one class, common, participating voting stock.

ARTICLE V - 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 or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which such stock is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2790 N. W. 43rd Street, Suite 100, Meridien Centre, Gainesville, Florida 32606. The initial Registered Agent for this Corporation is:

**Kim E. Yozgat
2790 N. W. 43rd Street
Suite 100, Meridien Centre
Gainesville, Florida 32606**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors shall be fixed by the By-Laws and may be changed from time to time.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the initial director of the first Board of Directors is:

NAME

ADDRESS

Jo Lee R. Beaty

3324 W. University Avenue
Box 132
Gainesville, Florida 32607

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator:

Jo Lee R. Beaty
3324 W. University Avenue
Box 132
Gainesville, Florida 32607

IN WITNESS WHEREOF, the undersigned has subscribed her name this 6 day of

January, 1999.

Signed, Sealed and Delivered in the Presence of:


JO LEE R. BEATY

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me, the undersigned authority, personally appeared Jo Lee R. Beaty, who is personally known to me, and who being sworn, deposes and states that she has executed the foregoing for the purposes stated therein.

WITNESS my hand and official seal in the County and State last aforesaid this 6 day of

January, 1999.



Rebecca J. Stanborough
Commission # CC 792867
Expires NOV. 23, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Rebecca J. Stanborough
Notary Public, State of Florida

CONSENT OF REGISTERED AGENT

Having been named as a Registered Agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Kim E. Yozgat
KIM E. YOZGAT

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