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Tallahassee, Florida 32301 904-224-9115
City State Zip Phone

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CORPORATION(S) NAME

Veton, Inc.

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

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99 MAR 23 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAR 23 1999

ARTICLES OF INCORPORATION
OF
VETON, INC.

The undersigned, acting as incorporator of Veton, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is:

VETON, INC.

ARTICLE II. ADDRESS

The mailing address of the Corporation is:

Post Office Box 22377
Tampa, Florida 33622-2377

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ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence at 8:00 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

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

ARTICLE V. POWERS

The Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE VI. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Suite 915, 5201 West Kennedy Boulevard, Tampa, Florida 33609, and the name of the Corporation's initial registered agent at that address is LeRoy Collins, Jr.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The Corporation shall have at least one director. The number of directors may be either increased or diminished from time to time, as provided in the Bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
LeRoy Collins, Jr.	5201 W. Kennedy Boulevard Suite 915 Tampa, Florida 33609
Edmund DeBarba	5201 W. Kennedy Boulevard Suite 915 Tampa, Florida 33609
David O. Weber	5201 W. Kennedy Boulevard Suite 915 Tampa, Florida 33609

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
LeRoy Collins, Jr.	5201 W. Kennedy Boulevard Suite 915 Tampa, Florida 33609

The incorporator of the Corporation assigns to this Corporation his rights under Section 607.0201, Florida Statutes, to constitute a Corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI. PREEMPTIVE RIGHTS

Each holder of common stock of this Corporation shall have the first right (subject to adjustments to avoid the issue of fractional shares) to purchase shares of common stock of this Corporation that from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of common stock held at the time of the issue bears to the total number of shares of common stock outstanding. This right extends to all common shares including those held as compensation or as satisfaction of conversion or option rights created as compensation to directors, officers, agents, or employees of the Corporation or its subsidiaries or affiliates and those issued within 6 months from the effective date of the Corporation. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty days of his receipt of a written notice from the Corporation inviting him to exercise the right. A holder of common stock, a right to purchase shares of preferred stock that may be issued.

A holder of preferred stock shall not have, solely because of his holdings of preferred stock, a right to purchase shares of any class that may be issued by the Corporation.

ARTICLE XII. SPECIAL SHAREHOLDER MEETINGS

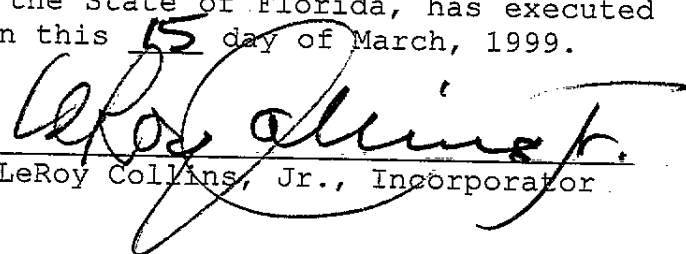
Special meetings of the shareholders of this Corporation for any purpose or purposes may be called at any time by the President or the Board of Directors or by holders of not less than 50% of all the shares entitled to vote at the proposed special meeting, if such shareholders sign, date and deliver to this Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held. Special meetings of the shareholders of this Corporation may not be called by any other person or persons.

At any special meeting of shareholders, only such business shall be conducted, and only such proposals shall be acted upon, as shall have been set forth in the notice of such special meeting.

ARTICLE XIII. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 15 day of March, 1999.



LeRoy Collins, Jr., Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Veton, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at Suite 915, 5201 West Kennedy Boulevard, City of Tampa, State of Florida, has named LeRoy Collins, Jr. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.


Registered Agent

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TALLAHASSEE, FLORIDA