

P99000033560

Mark Thompson
4747 North Lakeland Hills Blvd
Suite 378
Lakeland, FL 33805-9577

April 1, 1999

Department of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE

4-1-99

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-04/07/99--01016--012

*****78.75 *****78.75

Subject: Miller Enterprises of Polk County, Inc.

Attached please find an original and one (1) copy of the Articles of Incorporation of AAA Corporation, Certificate of Designation Registered Agent/ Registered Office and a check for the amount of \$78.75.

From: Mr. Mark S. Thompson
4747 North Lakeland Hills Blvd
Suite 378
Lakeland, FL 33805-9577
(941) 688-0270
FAX: (941) 680-2806

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 7 AM 11:18

D. BROWN APR 13 1999

**ARTICLES OF INCORPORATION
OF**

MILLER ENTERPRISES OF POLK COUNTY, INC.

ARTICLE ONE

The name of the corporation is Miller Enterprises of Polk County, Inc.

ARTICLE TWO

The Corporation shall be effective April 1, 1999. The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The classes, number and par value of shares which the corporation shall have authority to issue without further report to the Secretary of State are:

Class of shares:	Number of shares:	Par value of shares:
Common	50,000	\$ 1.00
Preferred Series A: 8% Cumulative Nonparticipating	10,000	\$100.00
Preferred Series B: 6% Cumulative Participating Convertible	20,000	\$ 50.00

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ARTICLE FIVE

The principal place of business and mailing address of this corporation shall be 150 Galloway Road, Winter Haven, Florida 33880.

ARTICLE SIX

The street address of its initial registered office is 4747 North Lakeland Hills Blvd., Suite 378 Lakeland, Florida, and the name of its initial registered agent at such address is BusinessCOM Services, Inc.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two, and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until the directors' successors are elected and qualified are:

Name:	Mailing address:
George P Miller	150 Galloway Road, Winter Haven, Florida
R. Scott Miller	150 Galloway Raod, Winter Haven, Florida

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

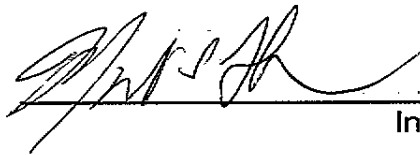
The name and address of the incorporator is:

Name:	Mailing address:
Mark Thompson	4747 North Lakeland Hills Blvd, Suite 378, Lakeland, Florida 33805-9577

ARTICLE TEN

The powers of the incorporator ceases upon the filing of the Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this first day of April, 1999.

A handwritten signature in cursive script, appearing to read "J. M. S. H.", is written over a horizontal line.

Incorporator

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

IN PURSUANCE TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED HEREBY CERTIFIES:

That **MILLER ENTERPRISES OF POLK COUNTY, INC.**, a corporation
duly organized under the laws of the State of Florida, with its
principal place of business at the City of Winter Haven, County
of Polk, State of Florida, has designated and established
BUSINESSCOM SERVICES, INC., 4747 North Lakeland Hills Blvd, Suite
378 City of Lakeland, County of Polk, Florida 33805-9577, as the
office, place of business or domicile for the service of process
withing this State, and names as its agent thereat upon whom
process may be served, **BUSINESSCOM SERVICES, INC.**, a corporation
duly organized and existing under the laws of the State of
Florida.

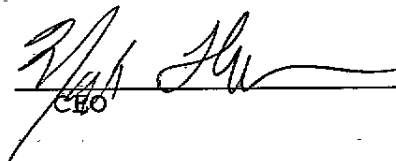
The undersigned having been designated as agent for the
service of process within the State of Florida upon the above
named corporation, at the place designated in the foregoing
certificate, does hereby accept the appointment as such Agent for
said corporation

IN WITNESS WHEREOF, **BUSINESSCOM SERVICES, INC.** has caused
this certificate to be signed by its duly authorized officer this
1st day of April, 1999.

BUSINESSCOM SERVICES, INC.

(Corporate Seal)

By


CEO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 7 AM 11:18