

LAW OFFICES OF
JOHN STEMBERGER
A Professional Association

5705 HANSEL AVENUE
ORLANDO, FLORIDA 32809

John T. Stemberger
Attorney & Counselor at Law

TELEPHONE (407) 251-1957
FACSIMILE (407) 251-0023

Civil Trial Practice
Personal Injury & Wrongful Death
Business Law
Corporate Litigation

P99000040237
April 22, 1999

Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32301

Re: PANELESS SERVICES, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of the above-named corporation. In addition, a check in the amount of \$70.00 is enclosed which represents the following fees:

Filing Fee: \$35.00
Registered Agent Fee: \$35.00

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-04/29/99--01078--013
*****70.00 *****70.00

Please file the original of the enclosed Articles of Incorporation and return the copy stamped with the filing date to the undersigned in the self-addressed stamped envelope provided.

Sincerely,

John T. Stemberger

JTS:ls
Enclosures

F. CHESSE

MAY 4 - 1999

ARTICLES OF INCORPORATION
OF
PANELESS SERVICES, INC.

FILED
99 APR 29 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is: PANELESS SERVICES, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes: to engage in any business lawful under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock at \$1.00 par value per share.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of this corporation's registered office is 5705 Hansel Avenue, Orlando, Florida 32809. The name of its registered agent is JOHN STEMBERGER, ESQUIRE, whose address is 5705 Hansel Avenue, Orlando, Florida 32809.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have two directors. The number of directors may be either increased or decreased from time to time by an amendment to the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the director of this corporation are:

ANDREW L. CAMPBELL
PRESIDENT
5221 Wildflower Road
Orlando, FL 32821

DEBORAH CAMPBELL
VICE PRESIDENT
5221 Wildflower Road
Orlando, FL 32821

ARTICLE VII - INCORPORATOR

The name address of the incorporator signing these Articles of Incorporation is: Andrew L. Campbell, 5221 Wildflower Road, Orlando, FL 32821.

ARTICLE VIII - INFORMAL ACTION OF THE DIRECTORS

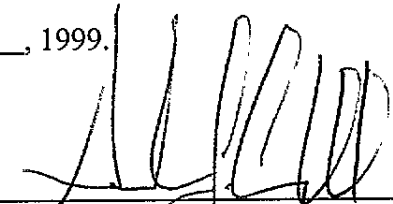
If all of the directors consent in writing to any action taken or to be taken by the corporation, and evidence of their consent is filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - INFORMAL ACTION OF THE SHAREHOLDERS

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote on such action at a

meeting and filed with the secretary of the corporation as part of the corporation records.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 20th day of APRIL, 1999.



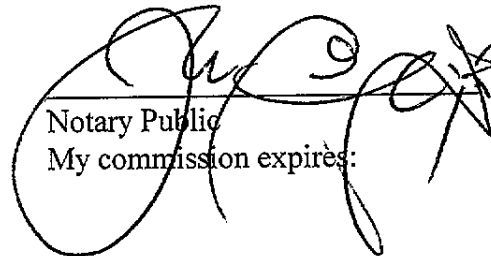
ANDREW L. CAMPBELL

STATE OF FLORIDA


COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared ANDREW L. CAMPBELL, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at ORLANDO in the said County and State this 20th day of APRIL, 1999.



Notary Public
My commission expires:

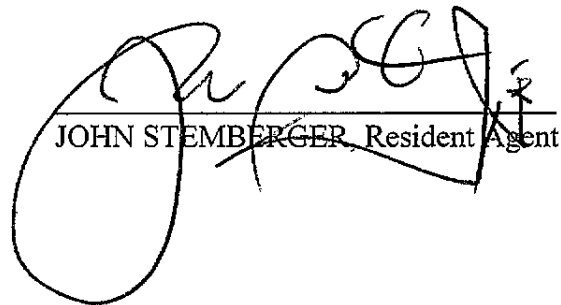

John Stemberger
My Commission CC722551
Expires March 8, 2002

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Paneless Services, Inc. organized under the laws of the State of Florida with its office, as indicated in the Amended Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named JOHN STEMBERGER, ESQUIRE, 5705 Hansel Avenue, City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


JOHN STEMBERGER, Resident Agent

FILED
99 APR 29 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA