

P99000042890

DOBSON & BROWN, P.A.

ATTORNEYS AT LAW

66 CUNA STREET, SUITE A
ST. AUGUSTINE, FLORIDA 32084

GEOFFREY B. DOBSON
RONALD W. BROWN

TELEPHONE (904) 824-9032
TELEFAX (904) 824-9236

May 5, 1999

Secretary of State
Division of Corporations
The Capitol
Plaza Level 10
Tallahassee, Florida 32399-0810

FILED
99 MAY -7 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation; Albe Group, Inc.

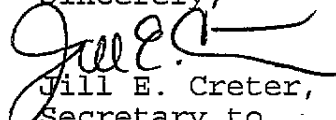
900002867709--5
-05/07/99--01108--001
****122.50 *****78.75

Dear Reader:

Enclosed please find the original and one copy of the Articles of Incorporation and the Acceptance of Appointment as Resident Agent for the above referenced corporation. Also please find a check in the amount of \$122.50 to cover the costs of the filing tax, the filing fees, and a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,


Jill E. Creter,
Secretary to
Ronald W. Brown

900002867709--5
-05/07/99--01108--001
****122.50 *****78.75

/jec
Enclosures

5-11
W5

ARTICLES OF INCORPORATION

OF

ALBE GROUP, INC.

FILED
99 MAY -7 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is Albe Group, Inc.

ARTICLE II

TERM OF EXISTENCE

Existence of the Corporation shall be perpetual. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III

NATURE OF BUSINESS

The purpose for which the Corporation is initially organized is the transaction of any and all business for which Corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The street address and mailing address of the initial principal office shall be 32 South Dixie Highway, St. Augustine, Florida 32095, and the name of the initial registered agent at such address is JAMES W. BETTS.

ARTICLE V

BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) member, but such number may be increased or decreased as provided in the By-Laws of the Corporation. The names and addresses of the initial members of the Board of Directors are as follows:

James W. Betts
32 South Dixie Highway
St. Augustine, Florida 32084

Marc W. Albert
32 South Dixie Highway
St. Augustine, Florida 32084

ARTICLE VI

The names and addresses of the incorporators are as follows:

James W. Betts
32 South Dixie Highway
St. Augustine, Florida 32084

Marc W. Albert
32 South Dixie Highway
St. Augustine, Florida 32084

ARTICLE VII

CORPORATE SHARES

The Corporation is hereby authorized to issue 100 common shares of the Corporation at a par value of \$1.00 per share.

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every

amendment shall be approved initially by the majority of the Board of Directors, presented to the shareholders for approval and adopted by the majority vote of the shareholders entitled to vote thereon.

IN WITNESS WHEREOF, the Incorporators have hereunto set their hands and seals this 5th day of May, 1999.

James W. Betts
James W. Betts
Marc W. Albert
Marc W. Albert

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned officer duly authorized to take oaths and acknowledgments in the County and State aforesaid, personally appeared JAMES W. BETTS and MARC W. ALBERT, who are personally known to me or who produced Florida Drivers' Licenses as identification, and who, after being by me first duly sworn and cautioned, acknowledged to and before me that they executed the above and foregoing Articles of Incorporation of Albe Group, Inc. for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in St. Johns County, Florida this 5th day of May, A. D., 1999.

Ronald Wayne Brown
Notary Public, State of Florida
at Large
My Commission Expires: _____

RONALD WAYNE BROWN
Notary Public, State of Florida
My Comm. expires Aug. 29, 2000
Comm. No. CC 574758

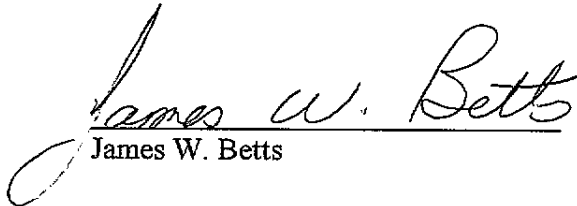
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

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

Albe Group, Inc. desiring to organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, at City of St. Augustine, State of Florida, has
named James W. Betts, 32 South Dixie Highway, St. Augustine, Florida 32084 as its agent to accept
service of process within the state.

ACKNOWLEDGMENT:

I, James W. Betts, having been named to accept service of process for the above stated
corporation at the place designated in this certificate, hereby accept to act in this capacity and agree
to comply with the provisions of the Florida General Corporation Act relative to maintaining said
office.


James W. Betts

FILED
99 MAY -7 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA