



THE UNITED STATES
CORPORATION
COMPANY

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99 JUL -8 PM 1:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 300102 113642A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 8, 1999

ORDER TIME : 10:51 AM

ORDER NO. : 300102-005

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CUSTOMER NO: 113642A

CUSTOMER: Bruce R. Abernethy, Jr., Esq
BRUCE R. ABERNETHY, JR., P.A.
BRUCE R. ABERNETHY, JR., P.A.
Suite 6
900 Virginia Avenue
Ft. Pierce, FL 34982

DOMESTIC FILING

NAME: THE LIMELIGHT GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

PH 7/8/99

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL -8 PM 12:02

RECEIVED

**ARTICLES OF INCORPORATION
OF**

THE LIMELIGHT GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is THE LIMELIGHT GROUP, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue One Thousand (1,000) shares of common stock, \$1.00 par value.

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered agent and principal office of this corporation is 221 Orange Ave., Fort Pierce, FL 34950, and the name of the initial registered agent of this corporation at that address is William O. Jenkins. The mailing address of the Corporation is 221 Orange Ave., Fort Pierce, FL 34950.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

William O. Jenkins	562 S.W. Comet Terrace Port St. Lucie, FL 34953
Diane M. Jenkins	562 S.W. Comet Terrace Port St. Lucie, FL 34953
Mark J. Muller	2561 S.E. Jason Avenue Port St. Lucie, FL 34952
Melissa J. Sohl	2561 S.E. Jason Avenue Port St. Lucie, FL 34952

ARTICLE VII - INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation is:

William O. Jenkins	562 S.W. Comet Terrace Port St. Lucie, FL 34953
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ARTICLE VIII - OFFICERS

The following named persons shall be officers of this corporation from its inception and until their successors are duly elected and qualified:

Mark J. Muller	President 2561 S.E. Jason Avenue, Port St. Lucie, FL 34952
Melissa J. Sohl	Secretary 2561 S.E. Jason Avenue, Port St. Lucie, FL 34952
William O. Jenkins	Vice President 562 S.W. Comet Terrace, Port St. Lucie, FL 34953
Diane M. Jenkins	Treasurer 562 S.W. Comet Terrace, Port St. Lucie, FL 34953

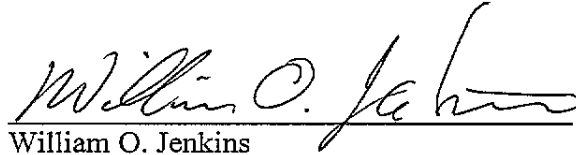
ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent to the full extent permitted by law.

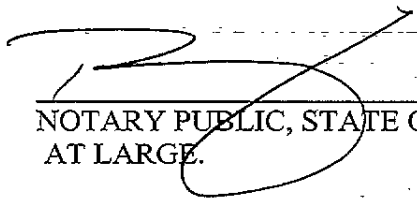
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of July, 1999.


William O. Jenkins

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared WILLIAM O. JENKINS, known to me or who has produced a valid Drivers License as identification and who did not take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 7th day of July, 1999.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE.

Printed, Typed, or Stamped Name of
Notary)

NOTARY STAMP:



BRUCE R. ABERNETHY, JR.
MY COMMISSION # CC452300 EXPIRES
July 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

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

In accordance with the provisions of Chapter 48.091, Florida Statutes, THE LIMELIGHT GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Fort Pierce, County of St. Lucie, State of Florida, has named WILLIAM O. JENKINS, whose address is 221 Orange Ave., Fort Pierce, FL 34950 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 7/7/99


WILLIAM O. JENKINS

FILED
99 JUL -8 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA