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BERG & WHEELER, P.A.

ATTORNEYS AT LAW
JEFFREY BUILDING
217 EAST ROBERTSON STREET
BRANDON, FLORIDA 33511

ELIZABETH S. WHEELER*
RICHARD F. WHEELER

WALTER H. BERG, JR.
(RETIRED)

November 29, 1999

TELEPHONE
(813) 685-0050

FACSIMILE
(813) 685-0369

*BOARD CERTIFIED IN APPELLATE PRACTICE

VIA OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

900003056839--9
-11/30/99--01046--001
*****78.75 *****78.75

Re: Gator Power, Inc.

Dear Sir or Madam:

With regard to the above-referenced corporation, enclosed are the articles of incorporation, along with an additional copy for certification. Also enclosed is this firm's check in the amount of \$78.75, in payment of the following fees:

Filing fee for the articles	\$ 35.00
Designation of and acceptance of resident agent	35.00
One certified copy of articles of incorporation	8.75
	<u>\$ 78.75</u>

Thank you for your assistance in this matter.

Very truly yours,

Richard F. Wheeler

Richard F. Wheeler

RFW/tlp
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
GATOR POWER, INC.

ARTICLE I. NAME

The name of the corporation is GATOR POWER, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 1209 East Bearss Avenue, Lutz, Florida 33594, and the corporation's mailing address is the same.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, having a par value of One Dollar (\$1.00) per share. There shall be only one class of stock.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1209 East Bearss Avenue, Lutz, Florida 33549, and the name of the initial registered agent of the corporation at this address is Clifford K. Gatewood.

ARTICLE V. INITIAL DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be fewer than one. The name and address of the directors of this

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

corporation are:

Clifford K. Gatewood
2719 Crosby Road
Valrico, FL 33594

Michael J. Gatewood
2201 David Earl Drive
Charlotte, NC 28213

Deborah L. Gatewood
2719 Crosby Road
Valrico, FL 33594

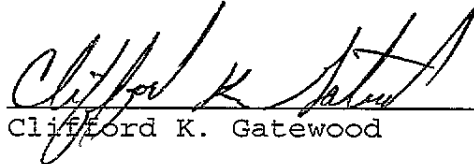
Jodie L. Gatewood
2201 David Earl Drive
Charlotte, NC 28213

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles are:

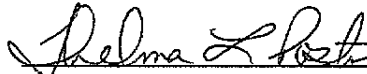
Clifford K. Gatewood
2719 Crosby Road
Valrico, FL 33594

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation on this 29th day of November, 1999.


Clifford K. Gatewood

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

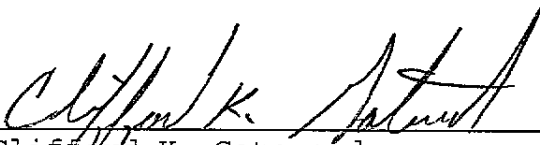
The foregoing instrument was acknowledged before me this 29th day of November, 1999, by Clifford K. Gatewood, who is personally known to me or who has presented N/A as identification.


Notary Public, State of Florida
Thelma L. Poston
(Printed name of notary)
My Commission Expires: 5/15/00



ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

THE UNDERSIGNED, Clifford K. Gatewood, hereby agrees to serve as Registered Agent for GATOR POWER, INC., until further notice.


Clifford K. Gatewood

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TALLAHASSEE, FLORIDA