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David C. Gaskin

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December 19, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-12/20/00--01056--003
****78.75 ****78.75

TIFCO ENTERPRISES, INC.

Gentlemen:

Enclosed herewith are two copies of Articles of Incorporation on the above referenced matter along with our check in the amount of \$78.75 for the filing fee. Please return a certified copy. Thank you for your cooperation in this matter.

Very truly yours,



David C. Gaskin

DCG:ps
encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 20 AM 10:24

eg 12/28/00

EFFECTIVE DATE

12/15/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 20 AM 10:24

ARTICLES OF INCORPORATION

OF

TIFCO ENTERPRISES, INC.

ARTICLE I – NAME

The name of the corporation is TIFCO ENTERPRISES, INC. and is located at 161 Johnson Lane, Wewahitchka, Florida 32465, and whose mailing address is the same.

ARTICLE II – DURATION

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these articles.

ARTICLE III – PURPOSES

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue One Hundred shares of No Par Value common stock.

ARTICLE V – PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Voting Rights:

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds,

shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of this corporation is 449 Pine Street, Wewahitchka, Florida 32465, and the name of the initial registered agent of this corporation at that address is Beverly Pitts.

ARTICLE VIII – INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have three (3) 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) nor more than seven (7). The names and addresses of the initial directors of this corporation are as follows:

JESUS A. (TONY) MUINA, P. O. Box 551, Wewahitchka, Florida 32465;

BEVERLY PITTS, 449 Pine Street, Wewahitchka, Florida 32465;

SHANNON MILLER, 1100 Stone Mill Creek Road, Wewahitchka, Florida 32465

The officers names and addresses of this corporation are as follows:

JESUS A. (TONY) MUINA, P. O. Box 551, Wewahitchka, Florida 32465,
President;

BEVERLY PITTS, 449 Pine Street, Wewahitchka, Florida 32465,
Secretary-Treasurer

ARTICLE IX – INCORPORATOR

The names and addresses of the persons signing these articles are:

JESUS A. (TONY) MUINA, P. O. Box 551, Wewahitchka, Florida 32465;

BEVERLY PITTS, 449 Pine Street, Wewahitchka, Florida 32465;

SHANNON MILLER, 1100 Stone Mill Creek Road, Wewahitchka, Florida
32465

ARTICLE X – BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI

Shares of capital stock of this corporation shall be issued initially to the following persons: **JESUS A. (TONY) MUINA** - 100 Shares

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII – CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XIII – CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by a majority of the outstanding shares.

ARTICLE XIV – SHAREHOLDER QUORUM AND VOTING

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote, fifty-one (51%) percent of the

shares represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

ARTICLE XV – SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation duly called as provided by law.

ARTICLE XVI – MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XVII – DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of all of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative of all of the remaining directors shall be the act of the Board of Directors.

ARTICLE XVIII – MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIX – ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent as provided by law.

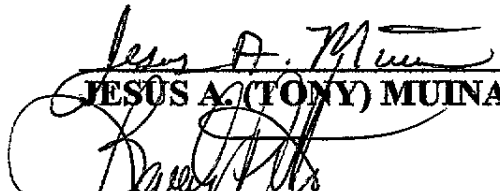
ARTICLE XX – INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

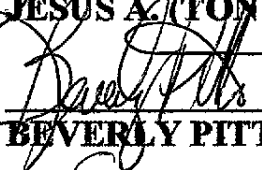
ARTICLE XXI – AMENDMENT

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

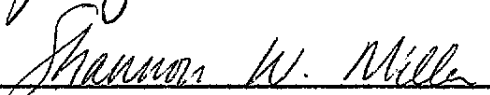
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 15th day of December 2000.



JESUS A. (TONY) MUINA



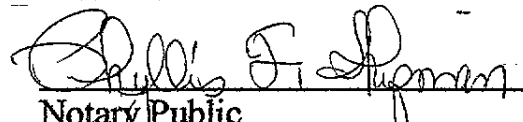
BEVERLY PITTS



SHANNON MILLER

**STATE OF FLORIDA
COUNTY OF GULF**

The foregoing instrument was acknowledged before me this 15th day of December, 2000, by **JESUS A. (TONY) MUINA, BEVERLY PITTS** and **SHANNON MILLER** who are known to me or have produced _____ as identification.



Notary Public
My Commission Expires:



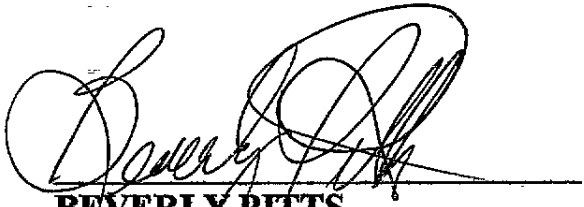
ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 DEC 20 AM 10:24

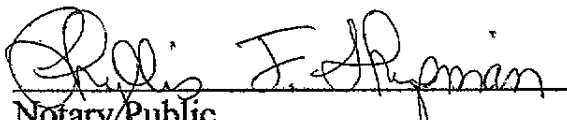
I, **BEVERLY PITTS**, do hereby certify that I am familiar with and do hereby accept the duties and responsibilities as registered agent for TIFCO ENTERPRISES, INC., and do hereby certify that I am over the age of eighteen years and my address is 449 Pine Street, Wewahitchka, Florida 32465.

In Witness Whereof, I have hereunto set my hand and seal this 15th day of December, 2000.


BEVERLY PITTS

STATE OF FLORIDA
COUNTY OF GULF

Sworn to and subscribed before me this 15th day of December, 2000.


Notary Public
My Commission Expires:

