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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. TAX _____
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 R. AGENT FEE 25.00
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 BALANCE DUE _____
 REFUND _____

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 DIVISION OF CORPORATION

Examiner's Initials

CARLTON FIELDS
ATTORNEYS AT LAW

HARBOURVIEW BUILDING
25 WEST CEDAR STREET, 4TH FLOOR
PENSACOLA, FLORIDA 32501-5974

MAILING ADDRESS:
P.O. BOX 12426, PENSACOLA, FL 32502-2426
TEL (904) 434-0142 FAX (904) 434-5365

December 16, 1996

VIA OVERNIGHT DELIVERY

Nancy Hurd, Administrator
Carlton Fields
215 South Monroe Street, 5th Floor
Tallahassee, FL 32301-1866

Re: 4150 Warehouse Management, Inc.
4150 Warehouse, Ltd.

Dear Nancy:

Enclosed is an original and one copy of the following documents:

- a. Articles of Incorporation of 4150 Warehouse Management, Inc.;
- b. Certificate of Limited Partnership of 4150 Warehouse, Ltd.;
- c. Affidavit of capital contribution of 4150 Warehouse, Ltd.; and
- d. Acceptance of Registered Agent of 4150 Warehouse, Ltd.

Please file the originals with the Florida Secretary of State and return certified copies of each document to us.

Also enclosed are two checks totaling \$1,960.00 to cover the cost of filing the Certificate of Limited Partnership and a to cover the cost of filing the Articles of Incorporation for the managing general partner.

**PLEASE FILE THESE DOCUMENTS WITH THE SECRETARY OF STATE ON
DECEMBER 17, 1996.**

PM66575.1

**ARTICLES OF INCORPORATION
OF
4150 WAREHOUSE MANAGEMENT, INC.**

The undersigned, acting as incorporators of a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation for such corporation:

**ARTICLE I
Name**

The name of the corporation is "4150 Warehouse Management, Inc."

**ARTICLE II
Mailing Address**

The mailing address is 1331 Chumuckla Highway, Pace, Florida 32571.

**ARTICLE III
Stock**

The corporation shall have authority to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of its initial registered office is 1331 Chumuckla Highway, Pace, Florida 32571, and the name of its initial registered agent at that address is Harold E. Marcus, Jr.

**ARTICLE V
Incorporator**

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Harold E. Marcus, Jr.	1331 Chumuckla Highway Pace, Florida 32571
Lewis Bear Pollak, Sr.	3335 Chantarene Drive Pensacola, Florida 32507

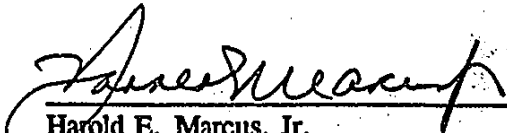
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ARTICLE VI
Initial Directors

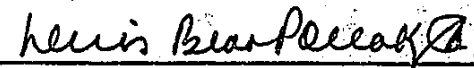
The corporation initially shall have two directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Harold E. Marcus, Jr.	1331 Chumuckla Highway Pace, Florida 32571
Lewis Bear Pollak, Sr.	3335 Chantarene Drive Pensacola, Florida 32507

Dated this 16th day of December 1996.



Harold E. Marcus, Jr.
Incorporator

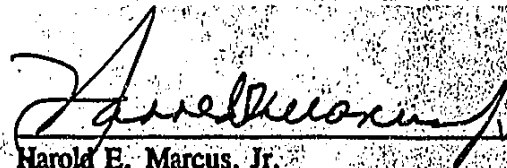


Lewis Bear Pollak, Sr.
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the corporation, at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 16th day of December 1996.



Harold E. Marcus, Jr.
Registered Agent

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