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ATTORNEYS AND COUNSELLORS AT LAW

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GERALD L. BROWN
THOMAS M. BRADY
CHARLES P. HOSKIN
DONALD A. ROARK

REPLY TO:
POST OFFICE BOX 12884
PENSACOLA, FL 32573-2884

GORDON W. WELLS
RETIRED

August 3, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

900001553699
-08/14/95--01060--021
*****122.50 *****122.50

Re: 401/411 BAYLEN, INC.

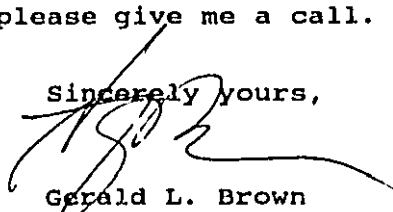
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of 401/411 BAYLEN, INC. Our firm check in the sum of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	<u>35.00</u>
total	\$122.50

If you have any questions, please give me a call.

Sincerely yours,


Gerald L. Brown

GLB:ls1

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 14 PM 4:02

cf 8/15/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 AUG 14 PM 4:02

**ARTICLES OF INCORPORATION
OF**

401/411 DAYLEN, INC.

ARTICLE ONE - NAME

The name of the corporation is 401/411 DAYLEN, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

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

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - 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 at the price at which it is offered to others.

ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 125 S. Alcaniz Street, Pensacola, Florida 32501 and the name of the initial registered agent of this corporation at that address is John S. Carr.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time

to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME

John S. Carr

ADDRESS

125 S. Alcaniz
Pensacola, Florida 32501

ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles is John S. Carr, 125 S. Alcaniz, Pensacola, Florida 32501.

ARTICLE NINE - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE TEN - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 2nd day of August, 1995.

John S. Carr
John S. Carr, Subscriber

STATE OF FLORIDA
COUNTY OF ESCAMBIA

2nd The foregoing instrument was acknowledged before me this day of August, 1995 by John S. Carr, who is personally known to me and who did not take an oath.

Linda S. Lewis (SEAL)
Printed name: _____
Notary Public - State of Florida
My commission expires: _____
Commission number: _____

LINDA S. LEWIS
"Notary Public-State of Florida"
My Commission Expires Dec. 7, 1997
CC327430

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 AUG 14 PM 4:02

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

401/411 BAYLEN, INC.

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

First--that 401/411 BAYLEN, 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 Pensacola,
County of Escambia, State of Florida has named John S. Carr located
at 125 S. Alcaniz Street, City of Pensacola, County of Escambia,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.


John S. Carr, Registered Agent