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February 27, 1996

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Department of State
Division of Corporations
At Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for Museum Displays, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Registered Agent Certificate, for the above-corporation. Also enclosed is a check in the amount of \$122.50 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,

Joseph M. Scheyd, Jr.
Joseph M. Scheyd, Jr. *(Signature)*

JMSjr:tjd

Enclosures

FILED
96 MAR -1 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/11/96
3/4/96

ARTICLES OF INCORPORATION

OF

MUSEUM DISPLAYS, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles Of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: MUSEUM DISPLAYS, INC.

ARTICLE II - PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and the mailing address of this corporation shall be: 720 Shore Drive, Destin, Florida 32541.

ARTICLE III - PURPOSE

(a) The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

(b) The specific purposes are:

- (1) Own and operate museums of cultural merit.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV - ORGANIZATION

This corporation is organized pursuant to the general non-

profit corporation law of the State of Florida.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be stated in the By-Laws.

ARTICLE VI - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Wallace Bud Kemper, 720 Shore Drive, Destin, Florida 32541.

ARTICLE VIII - DIRECTORS

The number of directors of this corporation shall be three (3). The names and addresses of the directors are:

Wallace Bud Kemper

720 Shore Drive
Destin, Florida 32541

Tom Nelson

500 Russell Street, Suite 28
Starkville, Mississippi 39759

George Jaquith

110 Windlake Drive
Niceville, Florida 32578

ARTICLE IX -

The authorized number and qualifications of members shall be set forth in the By-Laws of the subject corporation.

ARTICLE X -

This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any individual.

ARTICLE XI -

In the event of dissolution of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

(1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purpose.

(2) A corporation, trust, community chest, fund or foundation:

(a) Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

(b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes;

(c) No part of net earnings of which inures to the benefit of any private shareholder or individual; and

(d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund, or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the Supreme Court in the County in which the dissolved corporation had its principal office, upon petition therefor, by the Attorney General, or any person concerned in the liquidation.

ARTICLE XII - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

Wallace Bud Kemper

720 Shore Drive
Destin, Florida 32541

The undersigned incorporator has executed these Articles Of Incorporation this 21st day of February, 1996.

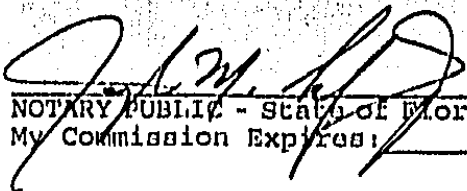

WALLACE BUD KEMPER

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this _____ day of February 21st, 1996 by WALLACE BUD KEMPER, who is personally known to me or who has produced _____ as identification and acknowledged and declared that he executed the same for the uses and purposes

therein set forth.


NOTARY PUBLIC - State of Florida
My Commission Expires: _____



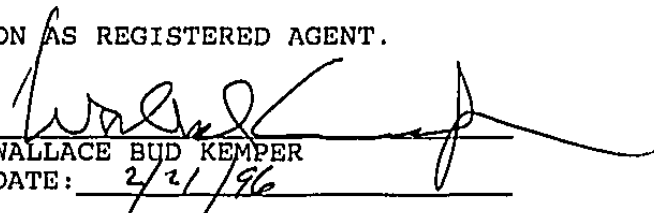
JOSEPH M. SCHEYD, JR.
MY COMMISSION # CC285692 EXPIRES
March 14, 1997
BONDED TRILLIUM FARM INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida. The name of the corporation is Museum Displays, Inc.

The name and address of the registered agent is Wallace Bud Kemper, and the address of the registered office is 720 Shore Drive, Destin, Florida 32541.

HAVING BEEN NAMED AS REGISTERED AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


WALLACE BUD KEMPER

DATE: 2/21/96

FILED
96 MAR - 1 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA