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

George R. Sanford Family Foundation, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<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

GEORGE R. LANGFORD FAMILY FOUNDATION, INC.
ARTICLES OF INCORPORATION

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 16 PM 3:57

ARTICLE I

The name of the Corporation is: GEORGE R. LANGFORD
FAMILY FOUNDATION, INC.

ARTICLE II

The Corporation is organized pursuant to the Florida
Nonprofit Corporation Code.

ARTICLE III

The Corporation shall have perpetual duration.

ARTICLE IV

The purposes for which the Corporation is formed are
the following:

(A) The Corporation is organized exclusively for
charitable purposes within the meaning of Section 501(c)(3) of
the Internal Revenue Code of 1986, as amended (the "Code")
including, for such purposes, the making of distributions to
organizations that qualify as exempt organizations under Section
501(c)(3) of the Code (or the corresponding provision of any
future United States Internal Revenue Law).

(B) This Corporation is not organized and shall not be
operated for pecuniary gain or profit. No part of the property
or net earnings of the Corporation shall inure to the benefit of
or be distributable to its directors, officers, or other private
persons, except that the Corporation shall be authorized and
empowered to pay reasonable compensation for services rendered
and to make payments and distributions in furtherance of the
purposes set forth in Article IV hereof. The Corporation shall
not carry on propaganda, or otherwise attempt to influence
legislation to such extent as would result in loss of its
exemption from federal income tax under Section 501(c)(3) of the
Code, and the Corporation shall not participate in, or intervene
in (including publication or distribution of statements) any
political campaign on behalf of any candidate for public office.
Notwithstanding any other provision of these Articles, the
Corporation shall not carry on any other activities not
permitted to be carried on (a) by a corporation exempt from
federal income tax under Section 501(c)(3) of the Code (or the
corresponding provision of any future United States Internal

Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out in the bylaws.

ARTICLE VI

The Corporation shall have no members.

ARTICLE VII

The initial principal office of the Corporation is 1700 Capital Circle SW, Tallahassee, Florida 32310. The mailing address of the Corporation is the same.

ARTICLE VIII

The initial registered office of the Corporation shall be at 1700 Capital Circle, SW, Tallahassee, Florida 32310. The initial registered agent of the Corporation shall be A. Lawton Langford.

ARTICLE IX

The initial Board of Directors shall consist of three (3) members whose names and addresses are:

George R. Langford
837 Lakeridge Drive
Tallahassee, FL 32312

A. Lawton Langford
1700 Capital Circle, SW
Tallahassee, FL 32310

G. Robertson Langford, Jr.
1812 Peacefield Place
Tallahassee, FL 32312

ARTICLE X

The name and address of the incorporator is George R. Langford, 837 Lakeridge Road, Tallahassee, Florida 32312.

ARTICLE XI

Upon the dissolution of the Corporation's affairs, the Board of Directors shall, after paying or making provision for

the payment of all liabilities of the Corporation, distribute, transfer, convey, deliver and pay over all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization qualifying under Section 501(c)(3) of the Code as an exempt organization. In the event that, for any reason, upon dissolution of the Corporation the Board of Directors shall fail to act in the manner herein provided within a reasonable period of time, the Circuit Court of Leon County, Florida shall make such distribution, exclusively upon the application of one or more persons having a real interest in the Corporation or its assets.

ARTICLE XII

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code (or corresponding provisions of any subsequent federal tax laws).

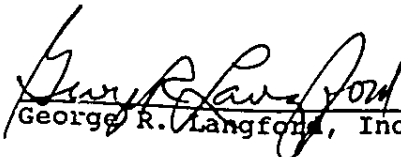
(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code (or corresponding provisions of any subsequent federal tax laws).

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code (or corresponding provisions of any subsequent federal tax laws).

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code (or corresponding provisions of any subsequent federal tax laws).

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code (or corresponding provisions of any subsequent federal tax laws).

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of December, 1996.


George R. Langford, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

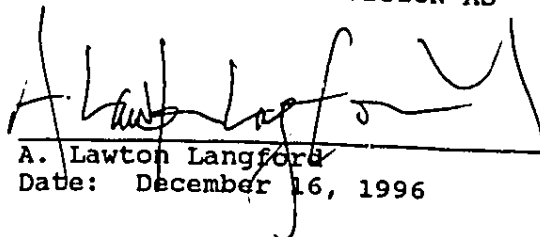
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DIVISION 1
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STATE DEPT.

Pursuant to the provisions of Sections 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: George R. Langford Family Foundation, Inc.

2. The name and address of the registered agent and office is: A. Lawton Langford, 1700 Capital Circle, SW, Tallahassee, Florida 32310.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.


A. Lawton Langford
Date: December 16, 1996