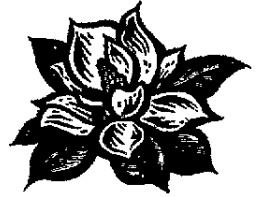


P0000002447



Magnolia Management Services Inc.

*P.O. Box 971
Newberry, Florida 32669
(352) 472-4187*



March 2, 2000

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

600003157666--7
-03/03/00--01135--006
*****87.50 *****87.50

Re: Magnolia Management Services, Inc.

Gentlemen:

Enclosed please find:

1. Articles of Incorporation for Magnolia Management Services, Inc.
2. Checks in the amount of \$87.50 representing the filing fee and fee to obtain a certified copy of the Articles of Incorporation

I have enclosed a pre-paid self-addressed envelope for your convenience in returning a certified copy of the filed Articles of Incorporation to me.

If you have any questions, please do not hesitate to call me. Thank you.

Very truly yours,

Adrianne Pickett

Enclosures

FILED
00 MAR -3 PM 1:23
CLERK OF STATE
TALLAHASSEE, FLORIDA

PH 3/5/2000

**ARTICLES OF INCORPORATION
OF**

FILED
00 MAR -3 PM 1: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAGNOLIA MANAGEMENT SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MAGNOLIA MANAGEMENT SERVICES, INC.

The address of the principal office of this corporation shall be 25238(B) Northwest 1st Avenue, Newberry, Florida 32669, the mailing address of the corporation shall be Post Office Box 971, Newberry, Florida 32669.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 25238(B) Northwest 1st Avenue, Newberry, Florida 32669, and the name of the initial registered agent of the corporation at that address is Adrienne Pickett.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Adrienne Pickett
25238(B) Northwest 1st Avenue
Newberry, Florida 32669

IN WITNESS WHEREOF, Adrienne Pickett, has hereunto set his hand and seal this

29 day of February, 2000.


Adrienne Pickett

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Adrienne Pickett, a resident of the State of Florida, having a business office identical with the registered office listed above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.

Dated this 29 day of February, 2000.


Adrienne Pickett

FILED
00 MAR -3 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA