

P00000055961

DARBY, PEELE, BOWDOIN, PAYNE & KENNON

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HERBERT F. DARBY, P.A.
S. AUSTIN PEELE, P.A.
W. RODERICK BOWDOIN, P.A.
M. BLAIR PAYNE
THOMAS J. KENNON, III
GORDON R. SUMMERS, JR.

ATTORNEYS AT LAW

May 30, 2000

327 NORTH HERNANDO STREET
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LAKE CITY, FLORIDA 32056
TELEPHONE (904) 752-4120
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Corporate Records Bureau
Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Gentlemen:

Enclosed are original and photocopy of Articles of Incorporation of Tandem, Inc., a Florida corporation. Please file the original Articles of Incorporation, certify the copy and return it to us.

Also enclosed is our check in the sum of \$78.75 as payment for the following costs:

Filing fee	\$ 70.00
Fee for certified copy	<u>8.75</u>
Total	\$ 78.75

Since the registered agent for this corporation designated in the Articles of Incorporation has signed the same as an incorporator, we presume no separate certificate is required.

Thank you.

Very truly yours,

H. F. Darby
Herbert F. Darby
For the Firm

HFD/lss
Enclosures

cc: Mr. Russell S. Depratter
Mr. Matthew B. Karlton

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 09 2000

ARTICLES OF INCORPORATION
OF

TANDEM, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is TANDEM, INC.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is Route 22, Box 871 (Cheryl Lane), Lake City, Florida 32024.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is Route 22, Box 871, Cheryl Lane, Lake City, Florida 32024. The initial registered agent for the Corporation at that address is Russell S. Depratter.

ARTICLE VI

The initial board of directors shall consist of three members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
RUSSELL S. DEPRATTER	Route 22, Box 871 Cheryl Lane Lake City, Florida 32024

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ANN S. DEPRATTER

Route 22, Box 871
Cheryl Lane
Lake City, Florida 32024

MATTHEW B. KARLTON

1620 Palm Circle
Lake City, Florida 32055

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
RUSSELL S. DEPRATTER	Route 22, Box 871 Cheryl Lane Lake City, Florida 32024

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on May 26, 2000.


RUSSELL S. DEPRATTER

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TANDEM, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


RUSSELL S. DEPRATTER

Date: May 26, 2000

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