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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

35808 N. Main Street
Gainesville, FL 32609
August 28, 2000

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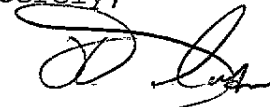
*****70.00 *****70.00

Florida Secretary of State
The Capitol
Tallahassee, FL 32314

Greetings,

Please accept the attached Articles of Incorporation for David Tomlinson Wholesale, Inc., and the enclosed check for \$70.00 for filing. Please return a certified copy to me.

Sincerely,



J. D. Tomlinson

964)352-332 5519

8/31/00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

David Tomlinson Wholesale, Inc.

We, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

Article I

The name of this corporation shall be: David Tomlinson Wholesale, Inc.

Article II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

Article III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

Article IV

This corporation shall have perpetual existence.

Article V

The street address of the initial principal office of this corporation is 3580 N. Main Street, Gainesville, FL 32609. The initial registered agent is J. D. Tomlinson, 3580 N. Main Street, Gainesville, FL 32609.

Article VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

John David Tomlinson, Sr. 825 SW 10 Street
Gainesville, FL 32601

John David Tomlinson, Jr. 1517 NW 94 Street
Gainesville, FL 32606

Article VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

John David Tomlinson, Sr. 825 SW 10 Street 50 shares
Gainesville, FL 32601

John David Tomlinson, Jr. 1517 NW 94 Street 50 shares
Gainesville, FL 32606

Article VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Page 3, Articles of Incorporation, David Tomlinson Wholesale, Inc.

Article IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.

8-28-00
John David Tomlinson, Sr. Date

8-28-00
John David Tomlinson, Jr. Date

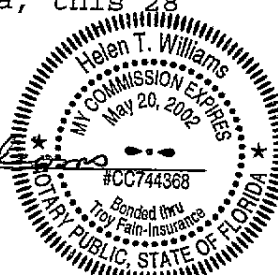
STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared John David Tomlinson, Sr., and John David Tomlinson, Jr., parties to the foregoing instrument, who are known to me, and acknowledged before me that they freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 28th day of August, 2000.

Helen T. Williams
Notary Public,
State of Florida



I hereby accept appointment as Registered Agent for David Tomlinson Wholesale, Inc.

J.D. Tomlinson
J.D. Tomlinson