POACOO 78942 KIEVIT, KELLY & ODOM ATTORNEYS AT LAW

ROBERT W. KIEVIT JOHN BARRY KELLY II BRADLEY S. ODOM* STEPHEN G. WEST DAVID M. NOLL** RICHARD D. BARLOW

*Also licensed in Alabama

**Board Certified in City, County and Local Government Law

PLEASE REPLY TO:

15 WEST MAIN STREET PENSACOLA, FLORIDA 32501 TELEPHONE (850) 434-3527 FAX (850) 434-6380 kko@employmentlawyers.com

July 17, 2002

475 HARRISON AVENUE
PANAMA CITY, FLORIDA 32401
TELEPHONE (850)784-4770
FAX (850)784-9033
kkopc@employmentlawyers.com

FT. WALTON BCH (850) 243-9099

122.50

******78.75

Department of State Division of Corporations Corporate Filings Post Office Box 6327 Tallahassee, Florida 32314

Re: F & B Lee Enterprises, Inc.

Ladies and Gentlemen:

Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the above-referenced corporation.

Also enclosed is our check in the amount of \$122.50 for the filing fee and for a certified copy.

Please acknowledge and return the certified copy to me.

Thank you for your attention to this matter.

Very truly yours,

Robert W. Kievit

RWK:re Enclosure

cc:

Mr. and Mrs. Buford Lee

ARTICLES OF INCORPORATION OF F & B LEE ENTERPRISES, INC.

FILED

02 JUL 19 AM 10: 03

SECRETARY OF STATE
VALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Management of the Florida Managem

ARTICLE I. NAME

The name of the corporation shall be F & B LEE ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE

The initial principal office of the corporation shall be located at, and the mailing address of the corporation shall be, 508A South Palafox Street, Pensacola, Florida 32501.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually commencing on the date of filing of these Articles by the Department of State.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue ten thousand(10,000) shares of One Dollar (\$1.00) par value capital stock.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is the law firm of Kievit, Kelly & Odom, P.A., 15 West Main Street, Pensacola, Florida, 32501.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles is Faye Lee, whose address is 508A South Palafox Street, Pensacola, Florida 32501.

ARTICLE VII. DIRECTORS

The corporation shall initially have two directors. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The initial directors of the corporation shall be Faye Lee and Buford Lee, both of whose addresses are 508A South Palafox Street, Pensacola, Florida 32501.

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this __/7_ day of July, 2002.

FAYE LEP

Having been named to accept the service of process for the above-stated corporation, at the place designated in this Certificate, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned Vice- President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this <u>/7</u> day of July, 2002.

KIEVIT, KELLY & ODOM, P.A.

John Barry Kelly II, Vice-President