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PICK-UP WAIT MAIL

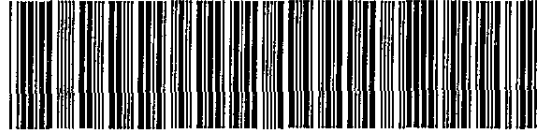
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03 MAR 31 AM 10:35
SECRETARY STATE
ATLANTA, GEORGIA

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4/18

PAULA G. DRUMMOND, P.A.

**1001 N. 12th Avenue
P.O. Box 2637
Pensacola, FL 32513-2637**

**Paula G. Drummond
Attorney and Counselor at Law**

**(850) 432-7555
(850) 433-8845 fax**

March 27, 2003

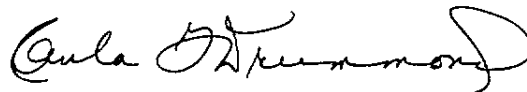
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for The Grier Group, Inc.

Corporate Filing Division:

Enclosed for filing are the original Articles of Incorporation for the above corporation, and my check in the amount of \$70 for filing fees. An extra copy of the Articles is enclosed for your use in file stamping and returning to me with acknowledgment of filing. Please use the P.O. Box address above for all correspondence with this office. Thank you for your assistance.

Very truly yours,



Paula G. Drummond

PGD:dl

cc: Robert C. Grier

ARTICLES OF INCORPORATION

of

THE GRIER GROUP, INC.

THE UNDERSIGNED for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

03 MAR 31 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **THE GRIER GROUP, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on April 1, 2003.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in and transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to do such other things as are incidental to the purpose of the corporation or necessary and desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of which the corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The initial principal office and mailing address of this Corporation is Rt. 9 Box 2224, S.W. Summerhill Glen, Lake City, FL 32024.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1001 N. 12th Avenue, Pensacola, FL 32501 and the name of the initial registered agent of this corporation at that address is Paula G. Drummond. The mailing address for the initial registered agent is P.O. Box 2637, Pensacola, FL 32513-2637.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in the manner provided by the bylaws; however, there shall never be less than one director nor more than seven.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is Paula G. Drummond, P.O. Box 2637, Pensacola, FL 32513-2637.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

Except as may be otherwise specifically provided in these Articles of Incorporation, this Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Shareholders.

ARTICLE XI - BYLAWS

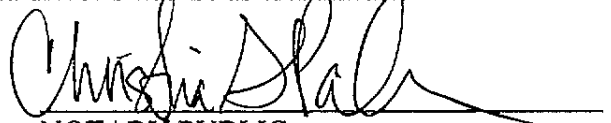
The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 27th day of March, 2003.


PAULA G. DRUMMOND

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me on this 27th day of March, 2003 by Paula G. Drummond who produced her Florida driver's license as identification.

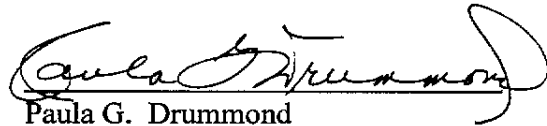

NOTARY PUBLIC
STATE OF FLORIDA



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE GRIER GROUP, INC. which is contained in the foregoing Articles of Incorporation and acknowledges that she is familiar with and accepts the obligations provided for in §607.0505, Florida Statutes.

DATED this 27th day of March, 2003.



Paula G. Drummond
Registered Agent

03 MAR 31 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA