

P95000011711

ALLEN, BRINTON & SIMMONS, P.A.

ATTORNEYS AT LAW

INDEPENDENT SQUARE
ONE INDEPENDENT DRIVE - SUITE 3200
JACKSONVILLE, FLORIDA 32202-5026
(904) 353-0100

SECRET
SEP 8 - 9 PM 3:44
TALLAHASSEE, FLORIDA
FACSIMILE
(904) 353-0770

A GRAHAM ALLEN
WILLIAM D. BRINTON
SIDNEY B. SIMMONS, II
EDWARD MCCARTHY, III
LIDA L. PICKERT
JOELLE J. DILLARD

February 8, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: EEE-ZZZ Lay Drain Company

Dear Sirs:

000001402520
-02/09/95--01136--013
+++122.50 +++122.50

Enclosed for filing are Articles of Incorporation for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 representing the fee for designating the registered agent (\$35.00) and the fee for filing the Articles of Incorporation (\$35.00) and the fee for a certified copy of the Articles of Incorporation (\$52.50).

If you have any questions or comments please call me collect.

Sincerely yours,


Sidney B. Simmons, II

SSS/lh
c: Ms. Dorothy Houck



ARTICLES OF INCORPORATION
OF
EEE-ZZZ LAY DRAIN COMPANY

FILED
FEB -9 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME OF CORPORATION

The name of the corporation is EEE-ZZZ Lay Drain Company.

ARTICLE II. COMMENCEMENT AND DURATION OF
CORPORATE EXISTENCE

Corporate existence shall commence on the date the Articles are filed by the Department of State and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III. CORPORATE PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The corporation shall have authority to issue one hundred thousand (100,000) shares of Capital Stock with a par value of \$.01 per share. The shares of the corporation are not to be divided into classes.

ARTICLE V. PRINCIPAL OFFICE

The principal office and mailing address of the corporation is 1700 Lakeside Avenue, St. Augustine, Florida 32086.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The street address in Florida of the corporation's initial registered office is One Independent Drive, Suite 3200, Jacksonville, Florida 32202, and the initial registered agent at such address is Allen, Brinton & Simmons, P.A.

ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify any present or future officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII. BY-LAWS

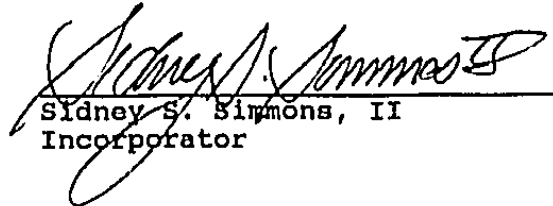
The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any by-laws adopted by the shareholders if the shareholders provide that the by-laws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is as follows:

Name	Address
Sidney S. Simmons, II	One Independent Drive, Suite 3200 Jacksonville, Florida 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Jacksonville, Florida on the 8th day of February, 1995.



Sidney S. Simmons, II
Incorporator

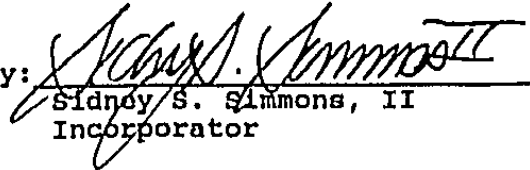
DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091 and 607.0505, Florida Statutes, the following is submitted:

That EEE-ZZZ Lay Drain Company, desiring to organize under the laws of the State of Florida, with its principal place of business in Jacksonville, Florida, has named Allen, Brinton & Simmons, P.A., located at One Independent Drive, Suite 3200, Jacksonville, Florida, 32202, as its agent to accept service of process within Florida.

EEE-ZZZ LAY DRAIN COMPANY

By:

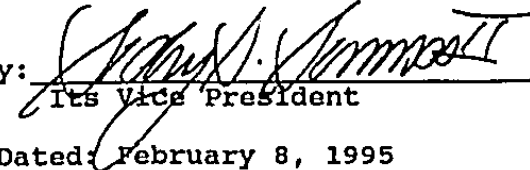

Sidney S. Simmons, II
Incorporator

Dated: February 8, 1995

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby 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 my duties. In addition, the undersigned hereby acknowledges that it is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

ALLEN, BRINTON & SIMMONS, P.A.

By:


Its Vice President

Dated: February 8, 1995

ALLEN, BRINTON & SIMMONS, P.A.

ATTORNEYS AT LAW

ONE INDEPENDENT DRIVE • SUITE 3200
JACKSONVILLE, FLORIDA 32202-5026
(904) 353-8800

A. GRAHAM ALLEN
WILLIAM D. BRINTON
SIDNEY S. SIMMONS, II
EDWARD MCCARTHY, III
LISA L. PICKERT
JOKILE J. DILLARD
CHRISTOPHER M. HODGE

FACSIMILE
(904) 353-8770

P950000 11711

May 24, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700001844037
-05/30/96---01027--004
*****35.00 *****35.00

Re: EEE-ZZZ Lay Drain Company

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment to the Articles
of Incorporation for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of
State in the amount of \$35.00 representing the filing fee.

Sincerely yours,

Sidney S. Simmons, II
Sidney S. Simmons, II

1/eh

SSS/lh
Enclosures

c: Ms. Dorothy Houck (w/out encl.)

NO
5-30-96
100-100012156
SECRET
MAY 30 1996
MAY 30 1996
MAY 30 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 7, 1996

ALLEN, BRINTON & SIMMONS, P.A.
% SIDNEY SIMMONS, II
SUITE 3200, ONE INDEPENDENT DR.
JACKSONVILLE, FL 32202-5026

COPY

SUBJECT: EEE-ZZZ LAY DRAIN COMPANY
Ref. Number: W96000012196

We have received your document for EEE-ZZZ LAY DRAIN COMPANY and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 596A00028611

ALLEN, BRINTON & SIMMONS, P.A.

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June 24, 1996

Ms. Carol Mustain
Corporate Specialist
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: EEE-ZZZ Lay Drain Company
Document No. P95000011711

Dear Carol:

In line with my telephone conversation with you today, enclosed for filing are Articles of Amendment to the Articles of Incorporation for the above-referenced corporation and a copy of your June 7, 1996 letter. Thank you for agreeing to backdate the amendment as this document was returned to us in error without being filed.

Our check-made payable to the Secretary of State in the amount of \$35.00 was sent to you in our original correspondence.

Please let me know if you have any questions regarding the enclosed documents.

Sincerely yours,

Lisa Hatcher

Lisa Hatcher, secretary to
Sidney S. Simmons, II

/lh
Enclosures

Handwritten initials and scribbles at the bottom of the page.

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
EEE-ZZZ LAY DRAIN COMPANY

The undersigned, being the President of the corporation, hereby submits the following Articles of Amendment to its Articles of Incorporation, pursuant to the provisions of the Florida Business Corporation Act:

1. The name of the corporation is: EEE-ZZZ LAY DRAIN COMPANY.

2. Article I of the corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

Article I. NAME. The name of the corporation is: EEE-ZZZ LAY DRAIN COMPANY OF FLORIDA

4. The date of the amendment's adoption is April 29, 1996.

5. The amendment was unanimously adopted by all directors and the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned President has signed these Articles of Amendment this 29th day of April, 1996.

EEE-ZZZ LAY DRAIN COMPANY

By: [Signature]
Wandy Mouck, Its President