

Sally J. & James P. Horsman
2850 Whispering Drive, South
Largo, Florida 34641

(813) 538-2207

March 4, 1995

P95000019559

EFFECTIVE
3/4/95

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

TELEPHONE 1-800-451-7
TALLAHASSEE, FLORIDA 32314
***131.25 ***131.25

RE: Florida Pipeline, Inc.

Dear Sir:

Enclosed for filing in your office are two originally-executed Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$131.25 in payment of the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	\$35.00
Certificate	<u>\$8.75</u>
	\$131.25

Please forward a certified copy of the Articles to the undersigned.

Thank you for your attention to this request. Should there be any problems with this filing, do not hesitate to call collect at the number provided above.

Very truly yours,

Sally J. Horsman

Sally J. Horsman

GAVE
CORP address
3/10/95 a city address
a city address
TS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
3/10/95

**ARTICLES OF INCORPORATION
OF
FLORIDA PIPELINE, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be FLORIDA PIPELINE, INC.

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing on March 4, 1995.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two Directors, whose name(s) and address(es) are as follows:

Name	Address
SALLY J. HORSMAN	2850 Whispering Drive, South Largo, Florida 34641
JAMES P. HORSMAN	2850 Whispering Drive, South Largo, Florida 34641

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLES VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial principal office of the Corporation shall be 2850 Whispering Drive, South Largo, Florida 34641.


Section 2. The name of the initial registered agent of the Corporation located at said address shall be Sally J. Horsman.

The name and address of the incorporator(s) is:

Name	Address
SALLY J. HORSMAN	2850 Whispering Drive, South Largo, Florida 34641
JAMES P. HORSMAN	2850 Whispering Drive, South Largo, Florida 34641

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 4th day of March, 1995.


SALLY J. HORSMAN

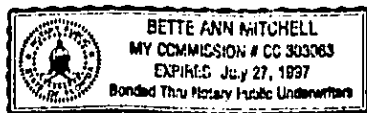

JAMES P. HORSMAN

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me
this 14th day of March, 1995, by SALLY J. HORSMAN and
JAMES P. HORSMAN.

Bette Ann Mitchell
Notary Public



(SEAL)

My Commission Expires: 7/27/97

ACCEPTANCE

I hereby accept to act as initial Registered agent for
FLORIDA PIPELINE, INC., as stated in these Articles
of Incorporation.

Sally J. Horsman
SALLY J. HORSMAN

63 MAR - 8 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA