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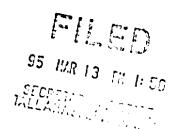
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Office	er/Director
Limited Liability	Change of Registered Age	ent
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	MANCY HENDRICKS MAR. 1 3 1995
Annual Report	Foreign	CY HENDRIU.
Fictitious Name	Limited Partnership	man,
Name Reservation	Reinstatement	
	Trademark	Y
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CR2E031(10/92)

ARTICLES OF INCORPORATION

OF

GLENN'S II. INC.



ARTICLE I. NAME

The name of the corporation is GLENN'S II, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITA SOLD OCK

This corporation is authorized to issue 100 share x = -0 par value common stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The corporate address and the street address of the initial registered office of this corporation shall be 3231 Gallant Fox Trail, Tallahassee, Florida 32308, and the name of the initial registered agent of this corporation at that address is GLENN BARKER. The mailing address of the corporation shall be 3231 Gallant Fox Trail, Tallahassee, Florida 32308.

ARTICLE VI. INITIAL DIRECTORS

This corporation shall have no less than one nor more than three Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws, but until Each time as the number is changed by the Bylaws, there shall initially be two Directors. The names and addresses of the initial Directors of this corporation are:

GLENN BARKER

3231 Gallant Fox Trail Tallahassee, FL 32308

JOHN MATTHEWS

1315 Paul Russell Road Tallahassee, FL 32301

ARTICLE VII. INCORPORATORS

The name and address of the incorporator signing these Articles is:

GLENN BARKER

3231 Gallant Fox Trail Tallahassee, FL 32308

JOHN MATTHEWS

1315 Paul Russell Road Tallahassee, FL 32301

IN WITNESS WHEREOF, these Articles have been executed and subscribed to by the Incorporators signing below this 8 day of January, 1995.

HENN BARKER

HY MATTHEWS

STATE OF FLORIDA COUNTY OF LEON

1 HEREBY CERTIFY that on this day of January, 1995, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared GLENN BARKER, to me known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the same. He is personally known to me or has produced a driver's license as identification.

NOTARY PUBLIC

Print Name

My commiss

ELIZABETH R. MOULTON-JOTA EX DITOS COMMISSION & CC 299183

EXPIRES: August 8, 1997

Bonded Thru Notary Public Underwriter

STATE OF FLORIDA **COUNTY OF LEON**

I HEREBY CERTIFY that on this 1th day of January, 1995, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHN MATTHEWS, to me known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the same. He is personally known to me or has produced a driver's license as identification.

Print Name:

FLIZABETH R. MOULTON My companision expands MMSSION & CC 209183

EXPIRES: August 8, 1997

Bunted Thru Hosary Public Undonwith

Bunded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.09l, Florida Statutes, the following is submitted:

FIRST -- That GLENN'S II, INC. desiring to organize and qualify under the laws of the State of Florida, with its principal place of business in Tallahassee, Leon County, Florida, has named GLENN BARKER located at 3231 Gallant Fox Trail, Tallahassee, Florida 32308, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

GLENNBARKE

Date.