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FILED

95 MAY -1 AM 8:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 29, 1995

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

900001470999
-05/02/95--01097--004
****122.50 ****122.50

Gentleman:

Enclosed are the Articles of Incorporation for - MARTIN, MARTIN & PICKETT, INC.
and a check for \$122.50 to cover the filing fees and certification fees.

If any further information is needed, please contact me by phone at 904-389-8502
rather than returning the application. Should you need to return the application,
please return it to:

%Mr. E. Lynn Sutton
2725 College Street
Jacksonville, Florida
32205

Thank You.

Respectfully,

E. Lynn Sutton E.A.
E. Lynn Sutton, E.A.

Enclosures: 1

MAY 8 1995 BSB

**ARTICLES OF INCORPORATION
OF
MARTIN, MARTIN & PICKETT, INC.**

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The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation: SECRETARY OF STATE

ARTICLE I - NAME

The name of the corporation shall be MARTIN, MARTIN & PICKETT, INC.
P O BOX 60931
JACKSONVILLE, FLORIDA 32236-0931

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done with issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7018 PRELLIE STREET, JACKSONVILLE, FLORIDA 32210 and the name of the initial registered agent of this corporation at this address is JACK MARTIN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE Director constituting the initial Board of Directors. The number of directors may be increased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name/names and address/addresses of the initial Board of Directors of the corporation is:

JACK MARTIN

7018 PRELLIE STREET
JACKSONVILLE, FLORIDA 32210

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is:
JACK MARTIN 7018 PRELLIE STREET
JACKSONVILLE, FLORIDA 32210

ARTICLE IX - OFFICERS

The name/names and address/addresses of the Officers of this Corporation who will hold office on the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are as follows:

President, JACK MARTIN
7018 PRELLIE STREET
JACKSONVILLE, FLORIDA 32210

Vice-President, TOM PICKETT
4317 CLINTON STREET
JACKSONVILLE, FLORIDA 32207

Secretary, ALLISON MARTIN
Treasurer 7018 PRELLIE STREET
JACKSONVILLE, FLORIDA 32210

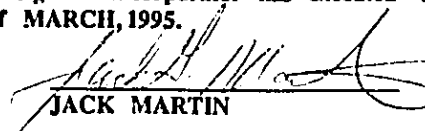
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Office of Director or any former office or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 29 day of MARCH, 1995.


JACK MARTIN

STATE OF FLORIDA

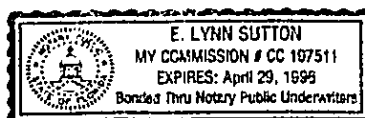
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JACK MARTIN known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State of Florida, and County of Duval above, this 29 day of MARCH, 1995.


Notary Public

My Commission Expires:



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05 MAY - 1 AM 8:01
SECRETARY

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 48.901, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT MARTIN, MARTIN & PICKETT, INC. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL BUSINESS AT CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS
NAMED JACK MARTIN, LOCATED AT 7018 PRELLIE STREET, CITY OF
JACKSONVILLE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

TITLE: PRESIDENT

DATE: March 29, 1995

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: 
(RESIDENT AGENT)

DATE: March 29, 1995