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May 24, 1995

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

700001500257
-05/26/95--01063--005
****122.50 ****122.50

Re: Johns Creek II, Inc.,
a Florida corporation

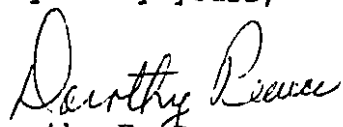
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the referenced corporation with resident agent designation attached.

We are also enclosing our check in the amount of \$122.50 as the filing fee.


After filing, please return the certified copy to this office.

Very truly yours,


Dorothy E. Pearce
Legal Assistant

/dep
Enclosures

FILED
65 MAY 26 PM 7:37


6/6/95

ARTICLES OF INCORPORATION

OF

JOHNS CREEK II, INC.

FILED

95 MAY 26 AM 7:37

CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be: JOHNS CREEK II, INC.

ARTICLE II. GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time is 100 shares of common stock having no par value.

ARTICLE IV. CORPORATE EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE V. ADDRESS OF CORPORATION

The street address of the principal office of the corporation is: 3840 Crown Point Road, Suite A, Jacksonville, Florida 32257.

The Board of Directors may, from time to time, move the office to any other place in the State of Florida.

The corporation shall have, with the agreement of the Board of Directors, the privilege of establishing branch offices within the State of Florida or within any other State that the Board of Directors deem necessary and proper.

ARTICLE VI. INITIAL REGISTERED OFFICE & AGENT

The name and address of the Registered Agent and the address of the Registered Office of this corporation are: **MARK A. KNOWLES**, 3840 Crown Point Road, Suite A, Jacksonville, Florida 32257.

ARTICLE VII. DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders but shall never be less than one (1).

The names and addresses of the first Directors of the corporation are:

J. Daniel Collins
3840 Crown Point Road, Suite A
Jacksonville, Florida 32257

E. Chester Stokes, Jr.
3840 Crown Point Road, Suite A
Jacksonville, Florida 32257

The bylaws of the corporation shall state the manner in which directors are appointed.

ARTICLE VIII. SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation are as follows:

J. Daniel Collins
3840 Crown Point Road, Suite A
Jacksonville, Florida 32257

ARTICLE IX. SELF DEALING


No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are directors or officers of such corporation; and any director or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are

parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation; and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on the 24 day of May, 1995.



J. DANIEL COLLINS

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

FILED

95 MAY 26 AM 7:37

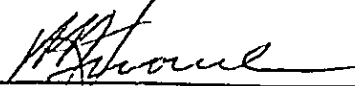
CLERK OF DISTRICT COURT
STATE OF FLORIDA

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

FIRST, that JOHNS CREEK II, INC., desiring to organize under the laws of the State of Florida with its principal place of business at 3840 Crown Point Road, Suite A, Jacksonville, Florida 32257, has named MARK A. KNOWLES, at the same address, as its Agent to accept service of process within this state.

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, and I accept the duties and obligations of Section 607.0505 of the Florida Statutes.

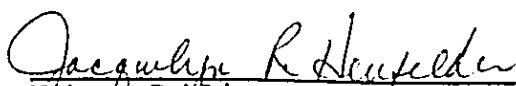
REGISTERED AGENT


MARK A. KNOWLES

STATE OF FLORIDA

COUNTY OF DUVAL

Sworn to and subscribed before me this 24th day of May, 1995, by Mark A. Knowles who is personally known to me.


Notary Public, State of Florida
My commission expires:

JACQUELYN R HEUFELDER
My Commission CC425283
Expires Dec. 07, 1998
Bonded by ANS
800-852-5878
STATE OF FLORIDA

X (904-333-332)

State Fee \$ _____ Our \$ _____

RE: Johns Creek II, Inc

95 AUG -3 11 10 20

2025 RELEASE UNDER E.O. 14176

Capitolo

Art Inc. Inc.

Record Search

Ltd. Partners File

~~Foreign Corp. Fito~~

~~() Conf. Copy(s)~~

Art. of Amend. File

Dissolution/Withdrawal

C U S.

Fictitious Name File

Namo Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

____ File No.'s, ____ Copies

Courier Service

Shipping/Handling

Phono ()

Top Priority

Express Mail Prop.

FAX () pgs.

SUBTOTALS

FEE.....70

DISBURSED.....

SURCHARGE..... 50 \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... 1/s

BALANCE DUE.....

100

TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month or Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

BY AAK

Will Pick Up

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JOHNS CREEK II, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JOHNS CREEK II, INC., a Florida corporation, pursuant to the authority contained in Section 607.1005, Florida Statutes (1993), files these Articles of Amendment setting forth the following:

1. Article III of the Articles of Incorporation is hereby amended to change the authorized shares of stock, and the new Article III shall read as follows:

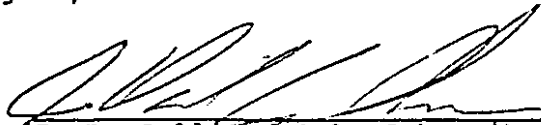
"Article III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value. Said common stock shall consist of ten voting and ninety non-voting shares. Notwithstanding the limitation on voting rights, all shares shall be considered identical with respect to distribution and dissolution."

2. This amendment is adopted on the date of execution of this amendment by the sole subscriber to the Articles of Incorporation. No shares have been issued and no approval of any other person or entity is required for the adoption of this amendment.

3. The amendment shall be effective upon filing with the office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned has executed this Amendment this 1st day of August, 1995.


J. D. Collins, Sole Subscriber