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SCRUGGS & CARMICHAEL, P.A.

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GAINESVILLE, FLORIDA

WILLIAM J. ANDREWS
JOHN F. BOWEN III
STEVE CUSHMAN
ROBERT A. DELANEY
MITZI COOKBELL AGUIRRE
DAVID W. PETERSON
JOHN D. WATSON
STEVEN M. CHAMBERLAIN, CLU
KEVIN DALY, P.A.
MICHAEL TILMAN
JEFFREY H. BOLLINGER

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ROBERT L. SCRUGGS
1948-1983
WILLIAM D. BRIDGEMAN
1933-1980
MICHELLE VAUGHAN
1946-1988

RETIRED
PARKER M. CARMICHAEL
RAY D. HELPLING
WILLIAM H. LONG

August 3, 1995

Florida Dept. of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: CHAUCERS, INC.

Dear Sir, Madame:

Enclosed please find the following:

1. Original and one (1) copy of the Articles of Incorporation of Chaucers, Inc.
2. Scruggs & Carmichael, P.A. check # 55719 in the amount of \$70.00 as and for your filing fee.

Please process in your normal course of business. After time stamping the Articles of Incorporation, please send me a copy in the enclosed stamped envelope.

Sincerely yours,


Kevin Daly

KD/kao
Enclosures

cc: P. Heflin

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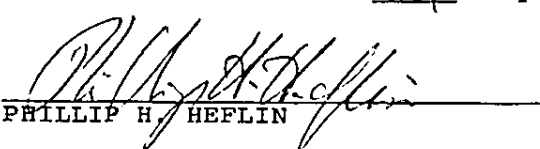
ARTICLES OF INCORPORATION OF
CHAUCERS, INC.

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1. Name. The name of the corporation is: CHAUCERS, INC.
2. Purpose. The corporation may engage in any legal business.
3. Stock. The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of a transfer or levy on such shares.
4. Existence. The corporation shall have perpetual existence. The corporation shall commence existence on the date of filing with the Secretary of State.
5. Registered Agent. The initial street address in the State of Florida of the initial registered office of the proposed corporation is 112 NW 16th Street, Gainesville, Florida, 32603, and the name of its initial registered agent at such address is PHILLIP H. HEFLIN.
6. Location. The mailing address of the corporation is P.O. Box 13895, Gainesville, Florida, 32604.
7. Management. Business of the corporation shall be managed by the stockholders.
8. Incorporator. The name and address of the person signing these Articles of Incorporation as incorporator is as follows: PHILLIP H. HEFLIN, 112 NW 16th Street, Gainesville, Florida, 32603.

The undersigned, being the original incorporator and registered agent hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true, that the undersigned is familiar with and accepts the duties and obligations as registered agent for said corporation and accordingly has executed this document on this 3rd day of August, 1995.


PHILLIP H. HEFLIN