

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
OFFICE OF STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 JAN 10 AM 11:43

AL JAN 10 1995

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY MC _____

WALK-IN Will Pick Up 1/10 12:00

RE: TDT, INC.

C.C. FEE, DISBURSED

<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	600001884156	
<input type="checkbox"/> Annual Report/Reinstatement	01/10/95--01038--018	
<input type="checkbox"/> Reg. Agent Service	****122.50 ****122.50	
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

RECEIVED
96 JAN 10 AM 10:13
DIVISION OF CORPORATIONS

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

T D T, INC.

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN 10 AM 11:43

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **T D T, INC.**

ARTICLE II - Principal Office
and Mailing Address of the Corporation

The address of the principal office of the corporation is 100 East Main Street, Lakeland, Florida 33801 and its mailing address is Post Office Box 24628, Lakeland, Florida 33802.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue ten thousand (10,000) shares of \$0.25 par value common stock, which shares shall be a single class.

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of

unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
Dennis P. Johnson	100 East Main Street Lakeland, Florida 33801

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:


Name Address

**Dennis P. Johnson 100 East Main Street
Lakeland, Florida 33801**

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 100 East Main Street, Lakeland, Florida 33801 and the name of the initial registered agent of the corporation at that address is Dennis P. Johnson.

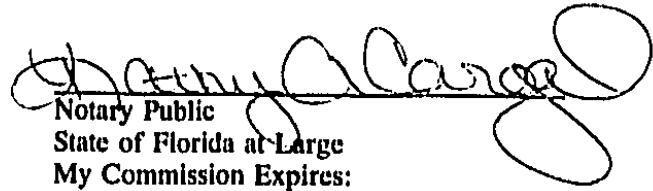
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 9th day of January, 1996.

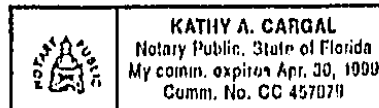

DENNIS P. JOHNSON, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DENNIS P. JOHNSON, who is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal this 9th day of January, 1996, at Lakeland, Florida.


Notary Public
State of Florida at Large
My Commission Expires:



To: The Department of State
Tallahassee, Florida 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS


96 JAN 10 AM 11:43

**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 607.0501 of the Florida General Corporation Act, the following
is submitted:

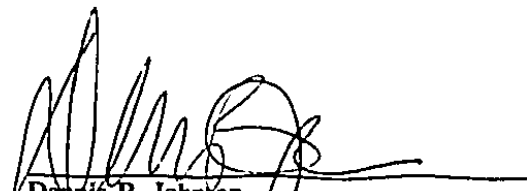
T D T, INC., with its place of business at 100 East Main Street, Lakeland, Florida 33801,
has named Dennis P. Johnson, at that address as its agent to accept service of process within Florida.

Dated: January 9, 1996.


Dennis P. Johnson, Incorporator

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 am familiar with and accept the duties and obligations of Chapter 607 of the Florida
General Corporation Act.

Dated January 9, 1996.


Dennis P. Johnson
Registered Agent

P96000003046

PETERSON, MYERS, CRAIG, CREWS, BRANDON & PUTERbaugh, P.A.

ATTORNEYS AT LAW

J. RANDIN PETERSON, SR. (1904-1978)
MICHAEL W. CREWS (1941-1991)

JACK P. BRANDON
KEACH A. BRONKS, JR.
J. DAVIS CONNOR
MICHAEL S. CRAIG
ROY A. CRAIG, JR.
JACOB C. DYKHOORN
DENNIS P. JOHNSON
KEVIN C. KNOWLTON
DOUGLAS A. LOCKWOOD, III
CONNEL D. MYERS
CORNELIUS B. MYERS, III
ROBERT E. PUTERBAUGH
ABEL A. PUTNAM
THOMAS D. PUTNAM, JR.
DEBORAH A. RUSTEN
STEPHEN H. DENN
ANDREA TEVES SMITH
KEITH H. WADSWORTH
KERRY M. WILSON

P.O. BOX 1079
130 EAST CENTRAL AVENUE
LAKE WALES, FLORIDA 33859-1079
(841) 676-7411
(841) 683-8947
FAX 876-0643

P.O. BOX 84888
OLD CITY HALL BUILDING
100 EAST MAIN STREET
LAKELAND, FLORIDA 33802-4088
(841) 683-4811
(841) 678-6834
FAX 682-8031

P.O. DRAWER 7608
LAKE REGION PLAZA
SUITE 300
141 8TH STREET, NW
WINTER HAVEN, FLORIDA 33883-7608
(841) 894-3380
FAX 899-8498

PLEASE REPLY TO:

Lakeland
February 26, 1996

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

200001731862
-03/05/96--01012--006
*****35.00 *****35.00

Re: T D T, Inc.

Gentlemen:

Enclosed herewith for filing please find two executed Certificates Changing Registered Agent and Registered Office for Service of Process within the State of Florida. A check in the amount of \$35.00 is also enclosed for filing fees in this regard.

It would be appreciated if you would furnish me confirmation of this change.

Thank you for your assistance.

Sincerely yours,

Dennis P. Johnson

DPJ/kac
Enclosures

SH 3/8
RA Change

FILED
SECRETARY OF
DIVISION OF CORPORATIONS
96 MAR -4 PM 1:52

CERTIFICATE CHANGING REGISTERED AGENT
AND REGISTERED OFFICE FOR SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA

In compliance with Chapter 607 of the Florida Statutes, the following is submitted:

1. T D T, Inc., a Florida corporation, has changed its registered office to Route 10, Box 319, Lake City, Florida 32025.

2. The street address of the registered office as changed, and the street address of the business office of the registered agent, are identical.

3. The registered agent for the corporation has been changed from Dennis P. Johnson to N. Terry Dicks.

4. The Board of Directors of T D T, Inc., have authorized the above change.

DATED this 15th day of February, 1996.

T D T, Inc.
a Florida corporation

By: N. Terry Dicks
N. Terry Dicks, President

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act, relative to keeping open said office.

N. Terry Dicks
N. Terry Dicks, Registered Agent