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THOMAS G. REED III
J. STEVEN FORD

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January 19, 1996

Secretary of State
Corporation Division
Post Office Box 6327
The Capitol
Tallahassee, Florida 32304

RE: HUDD, INC.

Dear Sir:

Enclosed herewith is an original and one copy of Articles of
Incorporation for the above named corporation and a check in the amount of \$70.00
for the filing fee.

Please file the original of the enclosed Articles of Incorporation and
return a copy to this office. Should you have any questions, please do not hesitate to
call me.

Very truly yours,

J. STEVEN FORD
FOR THE FIRM

JSF/ic

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
HUDD, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I: NAME AND PRINCIPAL OFFICE ADDRESS

The name of this corporation is HUDD, INC., and its principal office address is 4803 N. Palafox Street, Pensacola, Florida 32505

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III: PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, all of one class and series. The whole or any part of the authorized shares of the corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the

corporation, having a value as is determined from time to time by the Board of Directors of the corporation, not less than the par value of the stock so to be issued.

ARTICLE V: AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 107 N. Palafox Street, Pensacola, Florida 32501 and the name of this corporation's initial registered agent is J. STEVEN FORD, ESQUIRE.

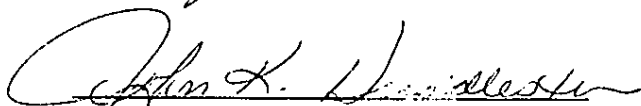
ARTICLE VII: INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is 1, whose name and address is John Khol Huddleston, of 5852 Mac Drive, Norcross, Georgia 30093.

ARTICLE VIII: INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is John Khol Huddleston, 5852 Mac Drive, Norcross, Georgia 30093.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of Jan., 1996.

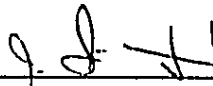

JOHN KHOL HUDDLESTON
Incorporator

**STATE OF FLORIDA
COUNTY OF ESCAMBIA**

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared JOHN KEOL HUDDLESTON, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth. He is personally known to me or has produced _____ as identification and did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 19 day of January, 1996.

J. STEVEN FORD
Notary Public, State of Florida
Commission expires July 20, 1997
(Circled Seal 0204/97)


NOTARY PUBLIC
Printed Name: J. Steven Ford
Commission No. CC 302963
Commission Expires: 7/20/97

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, J. STEVEN FORD, ESQUIRE, hereby accept the appointment as registered agent for HUDD, INC., as set forth in its Articles of Incorporation being filed simultaneously herewith.

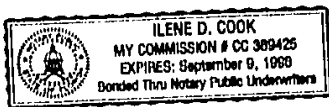
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 19th day of January, 1996.


J. STEVEN FORD, ESQUIRE

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared J. STEVEN FORD, ESQUIRE, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Acceptance of Appointment as Registered Agent for the uses and purposes therein mentioned and set forth and he acknowledged to and before me that he executed such instrument. He is personally known to me, ~~or has produced~~ _____
~~as identification and did/did not take an oath.~~

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 19th day of January, 1996.



Ilene D. Cook
NOTARY PUBLIC
Printed Name: Ilene D. Cook
My Commission No. CC 389425
My commission expires: 9-9-98