

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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
DEC 16 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE 12/18

TIME _____ CK No. _____

BY _____

WALK-IN
 Will Pick Up 1:00 AK

RE: Alpha/Andev, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
✓ Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ () Art. Copy(s)		
<u>Photo</u>		
Art. of Amend. File		
Dissolution/WKhd/awol		
✓ C U S - <u>Dis.</u>		
Fictitious Name File		
Name 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		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

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

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

FILED
 96 DEC 18 PM 3:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

EFFECTIVE DATE
~~DEC 16 1996~~

ARTICLES OF INCORPORATION

OF

ALPHA/AMDEV, INC.

FILED
96 DEC 18 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being a natural person of legal age, do hereby desire to form a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be ALPHA/AMDEV, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the sales of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of

Florida or any other state or government and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock. The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 237 Ernestine Street, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is DONALD L. MOORE, JR.

ARTICLE V

INITIAL DIRECTOR

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders.

ARTICLE VI

SUBSCRIBER

The name and street address of the subscriber To these Articles of Incorporation is as follows: Donald L. Moore, Jr., 237 Ernestine Street, Orlando, Florida 32801.

ARTICLE VII

AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.

ARTICLE VIII

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS


The principal place of business and mailing address to this Corporation shall be: 237 Ernestine Street, Orlando, Florida 32801

ARTICLE IX

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the execution and acknowledgment of these Articles of Incorporation.

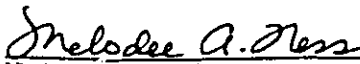
IN WITNESS WHEREOF, I, the undersigned, being the subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this 16th day of December, 1996.



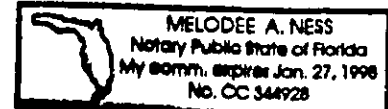
DONALD L. MOORE, JR.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me, this 16th of December, 1996 by DONALD L. MOORE, JR., who (☒) is personally known to me or who (☐) has produced _____ as identification.

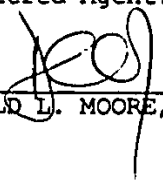


Notary Public
Print Name: MELODEE A. NESS
My Commission Number:
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named in Article IV as Registered Agent to accept service of process for this Corporation at the place designated in Article IV, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



DONALD L. MOORE, JR.

Dated: December 16, 1996.

FILED
96 DEC 18 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000102104

AUSLEY & MCMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(904) 224-9115 FAX (904) 222-7560

FILED

96 DEC 18 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 17, 1996

Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

BY HAND DELIVERY

Re: A.J.3, INC.

600002033016--7
-12/18/96--01091--016
****122.50 ****122.50

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Incorporation and Resident Agent Designation for the referenced Corporation. Also enclosed is a check in the amount of \$122.50 for the following:

1. Filing fees	\$ 35.00
2. Certified copy of Articles	\$ 52.50
3. Registered Agent Designation	\$ 35.00

Total \$122.50

Please inform our Messenger when to pick up the certified copy, either this afternoon or on your next business day.

If you have any questions, please do not hesitate to call.

Sincerely,

Carolyn D. Olive
Carolyn D. Olive

CDO:ldv

Enclosures

cdo\lraos-barr.sj3
014879.61045

RECEIVED
96 DEC 18 PM 2:03
RE
DIVISION C

BH
12/18/96

FILED

96 DEC 18 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
A.J.3, INC.

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.
Name

The name of this Corporation shall be A.J.3, INC.

ARTICLE II.
Address

The street address of the initial principal office of this Corporation shall be 6310 Johnson Street, Starke, Florida 32091, and the mailing address of this Corporation shall be P. O. Box 548, Starke, Florida 32091.

ARTICLE III.
Corporate Purposes

The Corporation is organized for the purpose of engaging in any or all activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.
Term of Corporate Existence

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE V.
Corporate Powers

This Corporation shall have and exercise all the powers accorded corporations under the laws of the State of Florida.

ARTICLE VI.
Stock

The authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock with a par value of One Dollar (\$1.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreements.

ARTICLE VII.
Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

KAY B. WILLIAMS
3121 Ortega Drive
Tallahassee, Florida 32312

ARTICLE VIII.
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida, and the name of the initial

Registered Agent of the Corporation at said address, shall be as follows:

A. J. BARRY II
6310 Johnson Street
Starke, Florida 32091

The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

ARTICLE IX.
Board of Directors

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors. The initial Board of Directors shall consist of two persons. The number of directors may be either increased or decreased from time to time as regulated by the Bylaws.

The name and street address of each member of the initial Board of Directors of the Corporation, who shall hold office until the first annual meeting of the shareholders and thereafter until his or her successor is elected and qualified or until his or her earlier resignation, removal from office, inability to act, or death, are as follows:

A. J. BARRY II
6310 Johnson Street
Starke, Florida 32091

ADRIENNE POPE
2701 Keykendall Road
Albertville, Alabama 35950

ARTICLE X.
Officers

The Corporation shall have a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as prescribed by the bylaws. The Corporation may have such other officers and assistant officers and agents as the Board of Directors may deem necessary, to be elected by the Board of Directors or chosen in such other manner as prescribed by the bylaws. A person may hold more than one office; and all of the offices may be held by the same person. The names and addresses of the initial officers are as follows:

President and
Secretary/Treasurer

A. J. BARRY II
P. O. Box 548
Starke, Florida 32091

Vice President

ADRIENNE POPE
2701 Keykendall Road
Albertville, Alabama 35950

ARTICLE XI.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of A.J.3, INC. this 17th day of December, 1996.

Kay B. Williams
KAY B. WILLIAMS
Incorporator

STATE OF FLORIDA

COUNTY OF LEON

The foregoing Articles of Incorporation of A.J.3, INC. were acknowledged before me this 17th day of December, 1996, by KAY B. WILLIAMS, as Incorporator.

Carolyn D. Olive

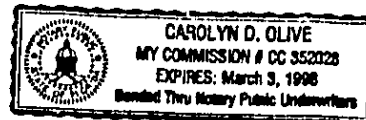
Signature of Notary Public

CARDLYN D. OLIVE

Printed/Typed/Stamped Name of Notary

Commission No. and Expiration Date:

Notary Stamp/Seal:



CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

FILED

96 DEC 16 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes,
A.J.3, INC., desiring to organize as a corporation under the laws
of the State of Florida, has designated 6310 Johnson Street,
Starke, Florida 32091, as its initial Registered Office, and has
named A. J. Barry II located at said address as its initial Regist-
ered Agent.

Kay B. Williams
KAY B. WILLIAMS
Incorporator

Date: 12-17-96

Having been named by the above-stated Corporation as its
registered agent to accept service of process at the location
designated herein, the undersigned hereby accepts said appointment
and agrees to act in this capacity, is familiar with and accepts
the obligations of Section 607.0505, Florida Statutes, and agrees
to comply with the laws of Florida applicable thereto.

A. J. Barry II
A. J. BARRY II
Registered Agent

Date: 12-17-96

cdo\doc\barrylan\articles.aj3