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TALLAHASSEE, FLORIDA 32301
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December 17, 1996

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

BY HAND DELIVERY

FILED
96 DEC 18 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: APPLE PEAR HOLLOW, INC.

200002033012--0
-12/18/96--01091--015
***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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
APPLE PEAR HOLLOW, 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 APPLE PEAR HOLLOW, INC.

ARTICLE II.
Address

The street address of the initial principal office of this Corporation, and the mailing address of this Corporation, shall be 3121 Ortega Drive, Tallahassee, Florida 32312.

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:

BARRY WILLIAMS
3854 Herschel Street
Jacksonville, Florida 32205

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 three 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:

KAY B. WILLIAMS
3121 Ortega Drive
Tallahassee, Florida 32312

BURTON WILLIAMS
3121 Ortega Drive
Tallahassee, Florida 32312

BARRY WILLIAMS
3854 Herschel Street
Jacksonville, Florida 32205

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 | KAY B. WILLIAMS 3121 Ortega Drive Tallahassee, Florida 32312 |
| Vice President | BURTON WILLIAMS 3121 Ortega Drive Tallahassee, Florida 32312 |
| Secretary/Treasurer | BARRY WILLIAMS 3854 Herschel Street Jacksonville, Florida 32205 |

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 APPLE PEAR HOLLOW, INC. this 17th day of December, 1996.


KAY B. WILLIAMS
Incorporator

STATE OF FLORIDA

COUNTY OF LEON

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

Carolyn D. Olive

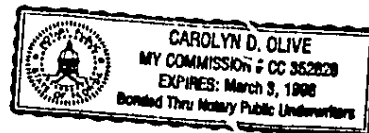
Signature of Notary Public

CAROLYN D. OLIVE

Printed/Typed/Stamped Name of Notary

Commission No. and Expiration Date:

Notary Stamp/Seal:



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, APPLE PEAR HOLLOW, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 3854 Herschel Street, Jacksonville, Florida 32205, as its initial Registered Office, and has named Barry Williams located at said address as its initial Registered 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.

Barry Williams
BARRY WILLIAMS
Registered Agent

Date: 12-17-96

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TALLAHASSEE, FLORIDA