

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 \$ _____

*W96-3935
 PH 2/21/96*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME	<i>MC</i>		CK No. _____
BY			

WALK-IN *2/21 12:00*
 Will Pick Up _____

RE: *Brothers T* **FILED**
Holding Co **98 FEB 20 AM 11:53**

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S.		
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 Prop.		
FAX () pgs.		

700001720427
02/21/96 D1056-005
*******122.50 *****122.50**

RECEIVED
96 FEB 21 AM 11:04
DIVISION OF CORPORATIONS

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 21, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: BROTHERS TWO HOLDING COMPANY
Ref. Number: W96000003935

We have received your document for BROTHERS TWO HOLDING COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00007588

RECEIVED
96 FEB 21 PM 3:38
DIVISION OF CORPORATIONS

Corrected |

ARTICLES OF INCORPORATION
OF
BROTHERS TWO HOLDING COMPANY

FILED
96 FEB 21 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE I -- NAME AND ADDRESS

The name and address of the corporation shall be:

Brothers Two Holding Company
3201 Highway 27 South
P. O. Box 1824
Sebring, Florida 33871

ARTICLE II -- CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III -- PURPOSE OF CORPORATION

The general purposes for which the corporation is organized are:

1. To engage in the business of buying and selling of property.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV -- CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have no par value.

ARTICLE V -- REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 445 S. Commerce Avenue, Sebring, FL 33870, and the name of its initial registered agent at such address is James L. Livingston.

ARTICLE VI -- DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
J. Timothy Blackman	3201 Highway 27 South, Sebring, Fla. 33870
Martile Blackman	3201 Highway 27 South, Sebring, Fla. 33870
Gary Blackman	3201 Highway 27 South, Sebring, Fla. 33870

ARTICLE VII -- INCORPORATORS

The name and address of the incorporator J. TIMOTHY BLACKMAN, 3201 Highway 27 South, P. O. Box 1824, Sebring, Florida 33871.

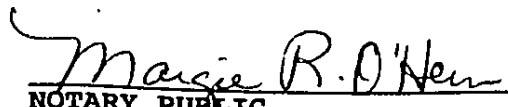
The undersigned incorporators have executed these Articles of Incorporation this 20th day of February, 1996.


J. TIMOTHY BLACKMAN

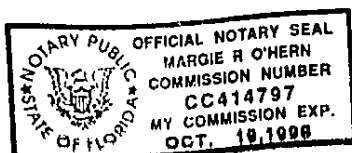
STATE OF FLORIDA

COUNTY OF HIGHLANDS

On this 20th day of February, 1996, before me, a Notary Public in and for said county and state, appeared J. TIMOTHY BLACKMAN, who is personally known to me, and acknowledged to me that he executed the foregoing document of his own free will and that the statements therein contained are true to his own knowledge and belief.


MARGIE R. O'HERN
NOTARY PUBLIC

(NOTARIAL SEAL AND COMMISSION)



FILED

96 FEB 21 PM 3:53

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

BROTHERS TWO HOLDING COMPANY

2. The name and address of the registered agent and office is:

James L. Livingston
445 S. Commerce Avenue
Sebring, Florida 33870

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

Signature: _____

Date: _____

James L. Livingston
2-20-76