

02/26/1996

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DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: DAVIS, BROWNING & SCHNITKER
901 W HAZE ST.

FAX: (904) 922-4000

MADISON FL 32340-0000
CONTACT: ANNETTE M SOWELL
PHONE: (904) 973-4186
FAX: (904) 973-8564

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OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: RANCH J 54, INC.
FAX AUDIT NUMBER: H96000002670
DATE REQUESTED: 02/26/1996
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PAGE 01

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EDWIN B. BROWNING, JR.
CLAY A. SCHNITKER

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TO: Florida Division of Corporations
DATE: 2/26/96
PHONE NO.: _____ FAX NO.: 922-4000
TIME: _____

FROM: Clay Schnitker
FIRM: DAVIS, BROWNING & SCHNITKER
NUMBER: 973-4186 (FAX NUMBER 904-973-8564)

REMARKS: Ranch J 54, Inc.
Articles of Incorporation
H96000002670

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ARTICLES OF INCORPORATION
OF
RANCH J 54, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, hereby executed these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation is RANCH J 54, INC.

ARTICLE II

PURPOSES AND POWERS

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III.

AUTHORIZED SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any time is one thousand (1000) shares with a nominal or par value of ONE AND NO/100 (\$1.00) DOLLAR, per share.

ARTICLE IV.

PREEMPTIVE RIGHTS

The shareholders of this corporation shall have preemptive rights to any stock issued after the initial subscription designated for the incorporators of the corporation.

Way A. Schnitker
P.O. Drawer 652
Madison, FL 32341
Fla. Bar ID# 349143

ARTICLE V.

EXISTENCE AND EFFECTIVE DATE

This corporation shall exist perpetually, and the commencement of corporate existence shall be the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE VI.

REGISTERED OFFICE AND RESIDENT AGENT

The registered office of the corporation shall be Route 1, Box 334, Madison, Florida 32340, and the resident agent of the corporation is Jesse W. Solomon whose physical and mailing address is 205 West Bunker Street, Madison, Florida 32340.

ARTICLE VII.

OFFICERS

The initial officers of this corporation shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Jesse W. Solomon	205 W. Bunker Street Madison, FL 32340	President, Secretary & Treasurer

ARTICLE VIII.

DIRECTORS

There shall be no directors of this corporation, as this corporation has elected to conduct business by the stockholders pursuant to Chapter 607, Florida Statutes.

ARTICLE IX.

INCORPORATORS

The name and address of the incorporator of this corporation is:

NAME

James W. Solomon

ADDRESS

205 W. Bunker Street
Madison, Florida 32340

ARTICLE X.

TRANSACTIONS WITH INTERESTED PERSON

No contract or other transaction of the corporation with any other person, firm or corporation, or in which this corporation is interested shall be affected or invalidated by

(a) The fact that any one or more of the stockholders of this corporation has an interest in or is a director, officer or stockholder of another corporation; (b) the fact that any stockholder individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a stockholder of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contract with the corporation for the benefit of himself or any firm or corporation in which he may be anywise interested.

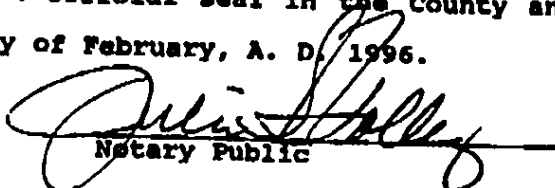
IN WITNESS WHEREOF, the said incorporator has hereunto
set his hand and seal this 21st day of February A. D. 1996.


JESSE W. SOLOMON

STATE OF FLORIDA
COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer
duly authorized in the State and County named above to take
acknowledgments, personally appeared JESSE W. SOLOMON, before me
known to be the person described as the incorporator in, and who
executed the foregoing Articles of Incorporation, and acknowledged
before me that he subscribed to these Articles of Incorporation.

WITNESS my hand official seal in the County and State
named above this 21st day of February, A. D. 1996.


Notary Public

My Commission Expires:

JULIA S. HOLLEY
Notary Public, State of Florida
My Comm. expires Nov. 29, 1998
Comm. No. CC 406342

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.


IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS SUBMITTED:

RANCH J 54, INC., TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT ROUTE 1, BOX 334, MADISON, FLORIDA 32340, HAS NAMED JESSE W. SOLOMON, WHOSE ADDRESS IS 205 WEST BUNKER STREET, MADISON, FLORIDA 32340, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


JESSE W. SOLOMON

Dated: February 21st, 1996

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.


JESSE W. SOLOMON
Resident Agent

Dated: February 21st, 1996

960228
PH 4:50
LED
STATE OF FLORIDA
TALLAHASSEE, FLORIDA