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DAVID H. PEEK
EUGENE O. PEEK III
WILLIAM J. SCOTT
SARAH HELENE SHARP

JACKSONVILLE 904 / 399-1800
OCALA 904 / 867-1800

April 12, 1996

Via Federal Express

Department of State
Division of Corporations
409 East Gaines Street
George Firestone Building
Tallahassee, Florida 32301

EFFECTIVE DATE
4-12-96

Re: Incorporation of True House, Inc.
A Florida Corporation

600001782586
-04/16/96--01111--004
***122.50 ***122.50

Dear Madam/Sir:

Enclosed for filing are an original and one copy of Articles of Incorporation of True House, Inc., a Florida corporation. Also enclosed is our firm's check for \$122.50 to cover the following fees:

Filing Fees	35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>

Total Fees \$ 122.50

Please file the original Articles of Incorporation and forward a certified copy to our offices.

Very truly yours,

David H. Peek
David H. Peek

DHP/bkb
Enclosures
716902/62212

BROWN APR 19 1996

ARTICLES OF INCORPORATION
OF
TRUE HOUSE, INC.

EFFECTIVE DATE
4-12-96

FILED
JUN 13 1996
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.1 Name and Place of Business. The name of this corporation is TRUE HOUSE, INC. with its principal place of business at 10411 Alta Drive, Jacksonville, Florida, 32226.

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100,000 shares of voting common stock having a par value of \$.01 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the price, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 1301 Riverplace Boulevard, Suite 1301, Jacksonville, Florida, 32207, and the name of the initial registered agent of this corporation at that address is DAVID H. PEEK.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Oliver L. Dixon	10411 Alta Drive Jacksonville, Florida 32226
Barry E. Dixon	10411 Alta Drive Jacksonville, Florida 32226

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

David H. Peek

Address

1301 Riverplace Boulevard
Suite 1609
Jacksonville, Florida 32207

IN WITNESS WHEREOF, the incorporator has executed these Articles the 12th day of April, 1996.



DAVID H. PEEK

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12th day of April, 1996, by DAVID H. PEEK, who is personally known to me or has produced the identification referenced below and who did not take an oath.



B KAYE BARNAUSKAS
My Commission CC433270
Expires Jan 12, 1999
Bonded by HAI
800-422 1555


Print: B. KAYE BARNAUSKAS
Notary Public, State and County
Aforesaid.
My Commission Expires:
Identification: PERSONALLY KNOWN

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in those Articles of Incorporation, 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.



DAVID H. PEEK

Dated: April 12, 1996

716902/63209

296000034205

FILED

97 APR -1 PM 1:35

SECRETARY OF STATE
JACKSONVILLE, FLORIDA

ACCOUNT NO. : 07216000032

REFERENCE : 314058

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 1, 1997

ORDER TIME : 10:0 AM

ORDER NO. : 314058-005

CUSTOMER NO: 9960A

CUSTOMER: David H. Peek, Esq
Peek & Cobb, Pa
1301 Riverplace Boulevard,
Suite 1609,
Jacksonville, FL 32207

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-04/01/97-01075-014
*****07.50 *****07.50

DIVISION OF CORPORATION

97 APR -1 PM 12:14

RECEIVED

DOMESTIC AMENDMENT FILING

NAME: TRUE HOUSE, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: _____

File First

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
TRUE HOUSE, INC.

FILED
97 APR -1 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provisions of the Articles of Incorporation of TRUE HOUSE, INC., a Florida corporation (hereinafter called "Corporation"), are amended in the following particulars:

1. The name of this Corporation is TRUE HOUSE, INC.
2. An Amendment to Article I of the Articles of Incorporation has been adopted pursuant to Florida Statute §007.1003 (1993), in order to change the name of the corporation. As amended, Article I now reads:

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.1 Name and Place of Business. The name of this corporation is TRUE WALL, INC., with its principal place of business at 10411 Alta Drive, Jacksonville, Florida, 32226.

3. The above amendment to Articles of Incorporation shall be effective April 1, 1997.

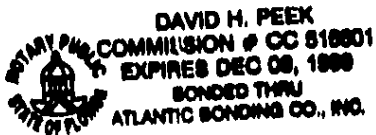
4. The foregoing amendment to Articles of Incorporation of TRUE HOUSE, INC. was adopted by the Corporation by virtue of unanimous Shareholder and Director consent, pursuant to Florida Statutes §§ 607.0704 and 607.0821 (1993), on March 31, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of TRUE HOUSE, INC. have executed this Amendment to Articles of Incorporation of TRUE HOUSE, INC. this 31 day of March, 1997.

Barry E. Dixon
Barry E. Dixon, President/Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing was acknowledged before me this 31 day of March, 1997, by BARRY E. DIXON, President and Secretary of TRUE HOUSE, INC., who is either personally known to me or produced the identification described below and who did not take an oath.



David H. Peek
Print: DAVID H. PEEK
Notary Public, State and County Aforesaid

Commission No. _____

My Commission Expires: _____

PERSONALLY KNOWN

Type of Identification _____

716907/73964

CONSENT TO CORPORATE ACTION

The undersigned, constituting all of the shareholders and directors of TRUE HOUSE, INC., a Florida corporation ("Company"), hereby consents to the following corporate action without a meeting, pursuant to Florida Statute §607.0704 and §607.0821:

RESOLVED, that the name of the corporation be changed to TRUE WALL, INC., effective April 1, 1997, and the officers and directors are hereby authorized to execute the necessary documents to effectuate the aforesaid name change.

Dated: 3/31/97

Barry E. Dixon
Barry E. Dixon
Shareholder and Director

Oliver L. Dixon
Oliver L. Dixon
Shareholder and Director