796000054087 ROBERTS & LAW, P.A. ALL: LYS AT LAW RED :: MAIN AVENUE

JULIA R. LAW OF COURNEL ARTHUR R. ROBERTS

June 20, 1996

GROVELAND, PLONIDA 34735-0057

MAILING ADDRESS P.O. Box 57 TELEPHONE: 904/429-2163 FAX: 904/429-3025

Department of State Division of Coprorations Post Office Box 6327 Tallahassee, FL 32314

Dear Sir:

Enclosed please find my trust account check in the amount of \$122.50 representing \$35.00 filing fee, \$52.50 for a certified copy and \$35.00 for registered agent fee for the enclosed Articles of Incorporation.

Please file such articles and return a certified copy to me in the enclosed envelope.

Thanking you for your assistance, I remain

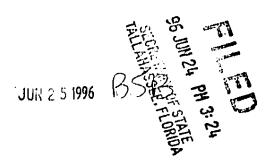
Sincerely,

ARTHUR E. ROBERTS

AER/bs

Enclosures

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FILED

ARTICLES OF INCORPORATION

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SECHELARY OF STATE
TALLARIASSEE, FLORIDA

TUSCANOOGA CATTLE COMPANY

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is TUSCANOOGA CATTLE COMPANY.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

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

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 18531 Tuscanooga Road, Groveland, Florida 34736. The Registered Agent for this corporation at this address is WALLACE C. MYERS, JR. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The corporation shall have one director initially, whose name and address is: WALLACE C. MYERS, JR., 18531 Tuscanooga Road, Groveland, Florida 34736.

ARTICLE VII

The name and address of the incorporator of this corporation is WALLACE C. MYERS, JR., 18531 Tuscanooga Road, Groveland, Florida 34736.

ARTICLE VIII

This Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

AK. CLE IX

Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.

WALLACE C. MYERS, JR. My uf

STATE OF FLORIDA COUNTY OF LAKE

I hereby certify that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared WALLACE C. MYERS, JR., who is personally known to me to be the person described as incorporator in the foregoing Articles of Incorporation, and acknowledged that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State named above this 20th day of June, 1996.

BEVERLY S. STAPLES
MY COMMISSION # CC426028 EXPIRES
January 15, 1999
BONGED THRU TROY FAM DESURANCE, INC.

STATE OF FLORIDA DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted, in compliance	with Chapter 607.034, Florida Statutes:
TUSCANOOGA CATTLE COMPANY	, a corporation organized
(or organizing) under the laws of the St office at 18531 Tuscanooga Road	ate of Florida, with its principal
County of Lake , State	
WALLACE C. MYERS, JR. , located	
in the City of Groveland . County	
of Florida, as its agent to accept service	
OFFICERS:	
Name Title	Specific Address
WALLACE C. MYERS, JR. (P)	18531 Tuscanooga Road Groveland, Florida 34736
(\$)	
(т)	
(v)	
DIRECTORS:	
Name	Specific Address
Wallace C. Myers, Jr.	18531 Tuscanooga Road
	Groveland, Florida 34736
BY:	Vallace C. Myuf
ACCEPTANCE:	7
I agree as Registered Agent to accept ser during prescribed hours; to post my name corporation authorized to accept service designated address) in some conspicuous p	(and any other officers of said of process at the above Florida

Liallace & Myers

96 JUN 24 PM 3: 24
TALLAHASSEC, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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. Tin name of the corporation is:
TUSCANOOGA CATTLE COMPANY
2. The name and address of the registered agent and office is:
ADDRES: 18531 Tuscanooga Road
Groveland, Florida 34736
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 of my duties, and I am familiar with and accept the obligations of my position as registered agent.
Wassar & Myers
Dated: June 20, 1996