

P 96000085211

GAMBRELL & STOLZ, L.L.P.

ATTORNEYS AT LAW

SUITE 1230, NORTHPARK 400 TOWER

1000 ABERNATHY RD., N.E.

ATLANTA, GEORGIA 30328 USA

404-577-6000

FAX 404-589-3400

INTERNET lawfirm@gambrell.com

DAVID H. GAMBRELL
IRWIN W. STOLZ, JR.
BRYAN M. CAVAN
JON LEE ANDERSEN
JAMES R. MCGUONE
NEEDOM A. HALEY
ROBERT G. BRAZIER
TOBIN N. WATT
GEORGE M. BOBO
WILLIAM C. TINSLEY II
HENRY B. LEVI
LEO J. FOGARTY
LINDA A. KLEIN
GARY A. BARNES
NANCY E. GORDON

WRITER'S DIRECT DIAL

MICHAEL M. SMITH
ANDREW H. PRUSSACK
VERLEY J. SPIVEY
ALVIN T. WONG
SEATON D. PURDOM
CHARLES N. BOWEN
JAMES A. NYSTROM
ANNA MARIE BACON-TINSLEY
SOPHIA L. HERBERT-PETERSON
RONALD C. MELCHER
VIPANJ B. PATEL
MICHELLE M. KENYON

*ADMITTED IN NEW YORK AND D.C. ONLY

DOWNTOWN OFFICE
ONE PEACHTREE CENTER
SUITE 4300
303 PEACHTREE STREET, N.E.
ATLANTA, GEORGIA 30308

October 11, 1996

(404) 589-3414

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

500001973335--6
-10/15/96--01017--014
****122.50 ****122.50

Re: Litchfield C/A, Inc.

Dear Sir or Madam:

Enclosed for filing please find an original and (1) copy of the above-captioned corporation's Articles of Incorporation which I request you file of record. Upon so doing, please mark the enclosed copy with the appropriate filing data and return to the undersigned at the address indicated above.

Also, enclosed is this firm's check made payable to the Secretary of State for the State of Florida in the amount of \$122.50 which I have been informed is the filing fee due in this regard.

Your assistance and cooperation are greatly appreciated. Should you have any questions, or if there is anything further required on our part, please so advise.

Sincerely,



Paulette B. Burks,
Paralegal

:pbb

Enclosures

cc: Michael M. Smith, Esq.

46047

D. BROWN OCT 16 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 AM 8:26

**ARTICLES OF INCORPORATION
OF
LITCHFIELD C/A, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 AM 8:26

I.

The name of the Corporation is LITCHFIELD C/A, INC.

II.

The Corporation has authority, to be exercised by the Board of Directors, to issue not more than one hundred thousand (100,000) shares of no par value common stock.

III.

The initial registered office of the Corporation is located at 1084 Douglas Avenue, Altamonte Springs, Florida 32714. The initial registered agent for the Corporation at the above address is William Frederick Stansberry.

IV.

The mailing address of the initial principal office of the Corporation is 1084 Douglas Avenue, Altamonte Springs, Florida 32714.

V.

The name and address of the Incorporator is:

Michael M. Smith, Esquire
GAMBRELL & STOLZ, L.L.C.
SunTrust Bank Plaza, Suite 4300
303 Peachtree Street, N.E.
Atlanta, Georgia 30303

VI.

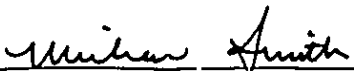
The initial Board of Directors shall consist of two (2) members whose names and addresses are as follows:

William Frederick Stansberry
1084 Douglas Avenue
Altamonte Springs, Florida 32714

Shelia A. Thurmond
1084 Douglas Avenue
Altamonte Springs, Florida 32714

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 AM 8:26


IN WITNESS WHEREOF, the undersigned hereby executes these Articles of
Incorporation.



Michael M. Smith, Incorporator

SunTrust Bank Plaza, Suite 4300
303 Peachtree Street, N.E.
Atlanta, Georgia 30308
(404) 577-6000

I hereby am familiar with and accept the duties and responsibilities as registered agent for
said Corporation.



William Frederick Stansberry, Registered Agent

45063