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Michael D. Arceneaux  
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November 19, 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-12/03/96--01145--008  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation for J. Hembree, Inc.

Dear Sir or Madame:

I have enclosed an original and one copy of the Articles of Incorporation for the above mentioned corporation. Also you will find a check in the amount of \$122.50 for the certificate of status, and registered agent designation.

Please send a certified copy of the articles of incorporation to the incorporator: James A. Hembree, J. Hembree, Inc., 308 SW 26TH St., Cape Coral, Fl. 33914. I am also requesting a copy of the articles of incorporation be sent to my address as listed above for record keeping purposes.

Sincerely yours,

*Michael D. Arceneaux*

Michael D. Arceneaux  
Accountant for J. Hembree, Inc.

FILED  
96 DEC -2 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

For

J. Hembree, Inc.

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

### ARTICLE I NAME

The name of the Corporation shall be J. Hembree, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

J. Hembree, Inc.  
308 SW 26TH St.  
Cape Coral, 33914

### ARTICLE III DURATION

The corporation shall commence upon filing its Articles of Incorporation and shall have a perpetual existence thereafter.

### ARTICLE IV PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

#### ARTICLE V SHARES

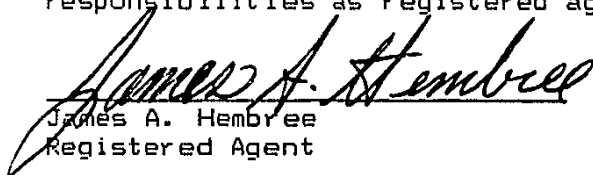
The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of no-par stock.

#### ARTICLE VI REGISTERED AGENT AND STREET ADDRESS

The registered agent of the corporation and the street address of its registered office is as follows:

Name	Address
James A. Hembree	308 SW 26TH St. Cape Coral, FL. 33914

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

  
James A. Hembree  
Registered Agent

Date 11-19-96

#### ARTICLE VII DIRECTORS

The business and other affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve within the provisions as indicated in the Bylaws. The number of the members of the Board of Directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The Board of Directors shall initially have (two directors.) The name and address of the initial Directors are as follows:

James A. Hembree  
308 SW 26TH St.  
Cape Coral, FL. 33914

Donna E. Marshall  
308 SW 26TH St.  
Cape Coral, FL. 33914

Article VIII BYLAWS

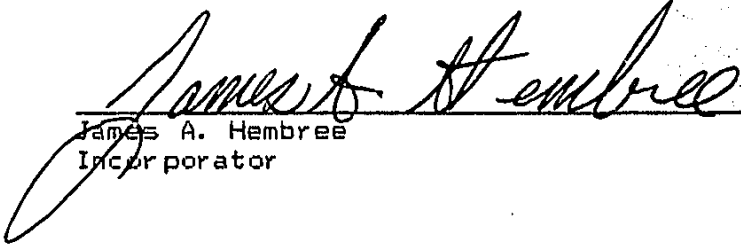
The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders.

ARTICLE IX INCORPORATORS

The name and the address of the person signing these Articles of Incorporation is as follows:

James A. Hembree  
308 SW 26Th St.  
Cape Coral, FL. 33914

The undersigned incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of November, 1996.

  
James A. Hembree  
Incorporator