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Novey, Mendelson & Adamson
Attorneys at Law

Kristin Adamson
Board Certified Marital and Family Lawyer

Robert D. Mendelson
Board Certified Real Estate Lawyer

Jerome M. Novey
Board Certified Marital and Family Lawyer
Fellow, American Academy of Matrimonial Lawyers

851 East Park Avenue
Tallahassee, Florida 32301

FILED
904/222-2000
FAX 904/222-4951
JAN -8 PM 3:34
STATE
TALLAHASSEE, FLORIDA

January 7, 1997

HAND DELIVERY

Secretary of State
State of Florida
Corporations Division
Tallahassee, FL 32301

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-01/08/97--01132--001
****122.50 ****122.50

Re: Fence Depot, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Form for the above corporation, together with a check in the amount of \$122.50, which amount consists of the following: \$35.00 Articles of Incorporation filing fee; \$35.00 registered agent filing fee; and \$52.50 for obtaining one (1) certified copy of the Articles.

Your attention to this matter is appreciated. Should you have any problems or questions please do not hesitate to call.

Will Wait

Very truly yours,

Rmt D. Mendel-

Robert D. Mendelson

RDM:jsc
Enclosures

cc: Mr. Mike Johnson
Mr. Gene K. Moffatt

RECEIVED
JAN -8 PM 3:22
CORPORATION

ARTICLES OF INCORPORATION
OF
FENCE DEPOT, INC.

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TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation is FENCE DEPOT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting all lawful business.

ARTICLE IV - STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock in this corporation, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 1215 Blountstown Highway, Tallahassee, FL 32304, and the name of the initial registered agent of this corporation at that address is GENE K. MOFFATT.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1) nor greater than seven (7). The names and addresses of the initial directors of this corporation are:

William M. Johnson	Gene K. Moffatt
1215 Blountstown Highway	1215 Blountstown Highway
Tallahassee, FL 32304	Tallahassee, FL 32304

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these articles are:

William M. Johnson	Gene K. Moffatt
1215 Blountstown Highway	1215 Blountstown Highway
Tallahassee, FL 32304	Tallahassee, FL 32304

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

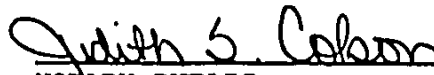
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 7th day of January, 1997.


WILLIAM M. JOHNSON


GENE K. MOFFATT

STATE OF FLORIDA,
COUNTY OF LEON.

The foregoing instrument was acknowledged before me this 7th day of January, 1997, by WILLIAM M. JOHNSON, who is personally known to me or who has produced n/a as identification.


NOTARY PUBLIC
My Commission Expires:
(SEAL)



JUDITH S. COLSON
MY COMMISSION # 00426386 EXPIRES
December 14, 1998
BONDED THROUGH FARM INSURANCE, INC.

Print or type notary name below:
Judith S. Colson

STATE OF FLORIDA,
COUNTY OF LEON.

The foregoing instrument was acknowledged before me this
7th day of January, 1997, by GENE K. MOFFATT, who is personally
known to me or who has produced Florida Driver's
License as identification.

Judith S. Colson
NOTARY PUBLIC
My Commission Expires:



JUDITH S. COLSON
MY COMMISSION # 00426388 EXPIRES
December 14, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)

Print or type notary name below:

Judith S. Colson

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
WITHIN FLORIDA UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the
following is submitted:


First, that FENCE DEPOT, INC., desiring to organize or
qualify under the laws of the State of Florida has named GENE K.
MOFFATT as registered agent, located at the registered office of
the corporation at 1215 Blountstown Highway, Tallahassee,
FL 32304, as its agent to accept service of process within
Florida.

FILED

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GENE K. MOFFATT
Incorporator

Date 1/7/97


WILLIAM M. JOHNSON
Incorporator

Date 1/7/97

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.

SIGNATURE



Registered Agent

Date 1/7/97