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RISH, GIBSON & JONES, P.A.

206 E. FOURTH STREET
POST OFFICE BOX 39
PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH
THOMAS S. GIBSON*
ALICIA C. JONES†

*ALSO ADMITTED IN ALABAMA
†ALSO ADMITTED IN GEORGIA

FILED
97 JAN -7 AM 8:59
SECRET
TALLAHASSEE, FLORIDA
TELEPHONE (904) 227-8211
FAX (904) 227-1619

January 6, 1997

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Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

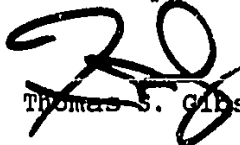
Re: Articles of Incorporation for Halfed, Inc.

Dear Sir or Madam:

Enclosed is the original Articles of Incorporation for Halfed, Inc., together with our check in the amount of \$122.50 to cover the cost of incorporation.

Thank you for your assistance in this matter.

Sincerely,


Thomas S. Gibson

TSG/pwr

Enclosure: as stated

TH
1-14-97

ARTICLES OF INCORPORATION

OF

HALFED, INC

FILED
97 JAN -7 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a for profit corporation under Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is HALFED, INC., hereinafter referred to as the "Corporation." The principal office of the Corporation shall be 107 Pine Hill Drive, Cullman, AL 35057.

ARTICLE II

DURATION

The duration of the Corporation is perpetual. Corporate existence shall commence upon the proper filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

SHARES OF STOCK

The aggregate number of shares which the Corporation is authorized to issue is nine hundred (900). Such shares shall be of a single class consisting of common, voting stock and shall be of One and no/100 (\$1.00) Dollar par value.

ARTICLE V

REGISTERED AGENT

The initial registered agent for this corporation is THOMAS S. GIBSON, Attorney, and the initial registered office is located at 206 East Fourth Street, Port St. Joe, Florida 32457.

person who is to serve as a member of the initial Board of Directors are:

Charles Beuttner, President
706 1st Avenue, SE
Cullman, AL 35055

Roy Holland, Vice President
107 Pine Hill Drive
Cullman, AL 35057

June Holland, Secretary Treasurer
107 Pine Hill Drive
Cullman, AL 35057

James Demonia
P. O. Box 1013
East Point, FL 32328

The number of directors shall be fixed by the Bylaws and may be changed from time to time, but shall never be less than two (2) nor more than seven (7).

ARTICLE VII

OFFICERS

The number of officers constituting the initial officers of the Corporation is three (3). The names and addresses of each person who is to serve as an initial officer are:

Charles Beuttner, President
706 1st Avenue, SE
Cullman, AL 35055

Roy Holland, Vice President
107 Pine Hill Drive
Cullman, AL 35057

June Holland, Secretary/Treasurer
107 Pine Hill Drive
Cullman, AL 35057

The number of officers for the Corporation shall be fixed by the Bylaws and may be changed from time to time.

ARTICLE VIII

BYLAWS

The Board of Directors shall have the authority to adopt, alter or amend the Bylaws for the Corporation by a majority vote at any directors' meeting.

HALFED, INC

97 JAN -7 AM 8:59
FILED
TALLAHASSEE, FLORIDA

By: June Holland
Its Incorporator, June Holland

STATE OF Alabama
COUNTY OF Cullman

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JUNE HOLLAND, as Incorporator of HALFED, INC., known to me to be the person described in and who executed the foregoing instruments, who acknowledged before me that she executed the same, that I relied upon the following form(s) of identification of the above-named person: JUNE HOLLAND

Witness my hand and official seal in the County and State last aforesaid this 20th day of December, 1996.

Martha Gilchrist
Notary Public

My Commission Expires:

December 1997

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

THOMAS S. GIBSON
ATTORNEY AT LAW
P. O. BOX 39
PORT ST. JOE, FL 32457
(904) 229-8211
FLORIDA BAR NO. 0350583