

Filings, Inc.

P9700000/8579

MARSHALL E. WOOD, P.A.
Attorney at Law
SUITE 100, ALLAN BUILDING
303 CENTRE STREET
FERNANDINA BEACH, FLORIDA 32034

MARSHALL E. WOOD
SARA P. JONES, C.L.A.

904/277-4665
FAX # 904/277-6611

February 13, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700002089677--8
-02/17/97--01110--016
*****70.00 *****70.00

Re: THE MILLERS, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation of THE MILLERS, INC. for filing pursuant to Florida Statutes Section 607.0120.

Also enclosed please find this firm's check in the amount of \$70.00 representing payment by the corporation of the following costs:

Filing Fee	\$ 35.00
Designation of Resident Agent	35.00

Please file the Articles of Incorporation and forward your letter of receipt to me at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,

Marshall E. Wood
Marshall E. Wood

Enclosures

502-

W97-4106

SN FEB 27 1997

FILED
97 FEB 27 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 20, 1997

MARSHALL E. WOOD, P.A.
SUITE 100 - ALLAN BUILDING
303 CENTRE STREET
FERNANDINA BEACH, FL 32034

SUBJECT: THE MILLERS, INC.
Ref. Number: W9700004166

We have received your document for THE MILLERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00009148

RECEIVED
97 FEB 27 PM 2:50
DIVISION OF CORPORATION

MARSHALL E. WOOD, P.A.
Attorney at Law
SUITE 100, ALLAN BUILDING
303 CENTRE STREET
FERNANDINA BEACH, FLORIDA 32034

MARSHALL E. WOOD
SARA P. JONES, C.L.A.

904/277-4666
FAX # 904/277-6611

February 13, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: D.F. MILLER, INC..

Dear Sirs:

Enclosed please find the original Articles of Incorporation of D.F. MILLER, INC.. for filing pursuant to Florida Statutes Section 607.0120.

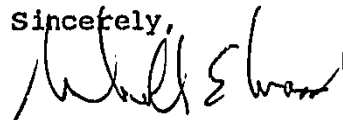
Also enclosed is a copy of your letter (#: 197A00009148) to me. The new articles in the name of D.F. MILLER, INC. replace THE MILLERS, INC.

Please note that simultaneously with the filing of the previous articles, I filed a corporation in the name of D.F. MILLER LEASING COMPANY (your letter number: 697A00009340), and the Articles were duly filed. According to your office, the new name of D. F. MILLER, INC. is available. I only mention this to let you know that the incorporators are the same, and this should avoid any objection to the names of D.F. MILLER LEASING COMPANY and D.F. MILLER, INC. being similar to each other.

Please file the Articles of Incorporation and forward your letter of receipt to me at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,



Marshall E. Wood

Enclosures

ARTICLES OF INCORPORATION
OF

D.F. MILLER, INC..

FILED
97 FEB 27 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators under the provisions of the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is:

D.F. MILLER, INC..

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida Business Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is One Thousand (1,000) shares with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 1610 South 8th Street, Fernandina Beach, FL 32034. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and post office address of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
DAVID F. MILLER, SR.	68 Marsh Creek Drive Amelia Island, FL 32034
DAVID F. MILLER, JR.	200 Sea Island Drive Ponte Vedra Beach, FL 32082

ARTICLE VIII. INCORPORATOR

The name and post office address of the incorporator of this corporation is: MARSHALL E. WOOD, ESQ., 303 Centre Street, Suite 100, Fernandina Beach, FL 32034.

ARTICLE IX. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

NAME

OFFICE

DAVID F. MILLER, SR.
68 Marsh Creek Drive
Amelia Island, FL 32034

President

DAVID F. MILLER, JR.
200 Sea Island Drive
Ponte Vedra Beach, FL 32082

Vice President, Secretary-
Treasurer

ARTICLE X. REGISTERED AGENT


The name and address of the initial registered agent of this corporation is: MARSHALL E. WOOD, ESQ., 303 Centre Street, Suite 100, Fernandina Beach, FL 32034.

ARTICLE XI. AMENDMENTS

These 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 majority of the issued and outstanding 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. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

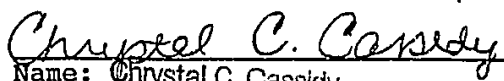
EXECUTED this 25TH day of February, 1997.


MARSHALL E. WOOD, INCORPORATOR

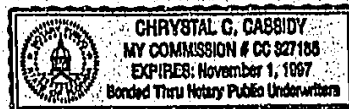
STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 25TH day of February, 1997, by MARSHALL E. WOOD, who is personally known to me or who presented n/a as identification and who did take an oath.


Name: Chrystal C. Cassidy
Notary Public, State of Florida

My Commission Expires:



CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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. The name of the corporation is:
D.F. MILLER, INC..
2. The name and address if the registered agent and office is:

MARSHALL E. WOOD, ESQUIRE
(Name)
303 Centre Street, Suite 100
(P. O. Box not acceptable)

Fernandina Beach, FL 32034
(City/State/Zip)

Signature

Marshall E. Wood
(corporate officer)

Title

INCORPORATOR

Date

February 25, 1997

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.

Signature

Marshall E. Wood
MARSHALL E. WOOD, ESQUIRE

Date

February 25, 1997

Registered Agent Filing Fee: \$35.00

FILED
91 FEB 27 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA