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March 5, 1997

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

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RE: S&H Supply, Inc.

Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation for the above referenced corporation. Please file the original and return a certified copy to me at the above address.

Also enclosed is our check in the amount of \$122.50 for filing fees.

Thank you for your assistance in this matter.

Sincerely,

Robert J. Miller
(20)

Robert T. Miller

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RTM:drd

Enclosures

3/13/97

ARTICLES OF INCORPORATION

OF

S&H SUPPLY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAR -7 AM 11:57

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I.
Name.

The name of the Corporation is: **S&H SUPPLY, INC.**

Article II.
Duration.

The duration of the Corporation is perpetual.

Article III.
Purpose.

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

Article IV.
Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V.
Initial Principal Office and Registered Agent.

The street address of the initial Principal Office of the Corporation is 621 Fish Hatchery Road, Lakeland, Florida 33801, and the name of its initial Registered Agent is Sidney A. Hawks, whose

address is 840 Arietta Circle East, Auburndale, Florida 33823.

Article VI.

Initial Board of Directors, Officers and Subscribers.

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the persons who shall constitute the initial Board of Directors of the corporation, and the persons holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named persons is a subscriber to these Articles of Incorporation.

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Sidney A. Hawks	840 Arietta Circle East Auburndale, Florida 33823	President/Director
Carl Hawkins	625 Fish Hatchery Road Lakeland, Florida 33801	Secretary/Treasurer/ Director

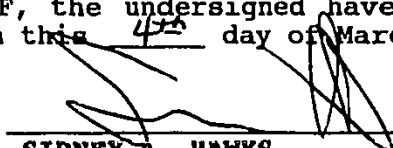
Article VII.
Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

Article VIII.
Transfer of Stock.

Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 4th day of March, 1997.



SIDNEY A. HAWKS



CARL HAWKINS

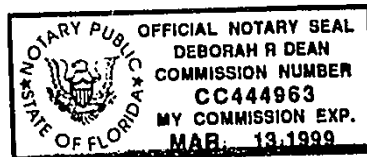
STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME personally appeared, **SIDNEY A. HAWKS**, and **CARL HAWKINS** to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 4th day of March, 1997.

(notarial seal)


Deborah R. Dean
NOTARY PUBLIC, State of Florida
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **S&H SUPPLY, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 4th day of March, 1997.



SIDNEY A. HAWKS
Registered Agent

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CORPORATIONS
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