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PLEASE REPLY TO
POST OFFICE DRAWER 3007
SAINT AUGUSTINE, FLORIDA 32085-3007

TELEPHONE (904) 829-9066 FAX (904) 825-4662 HAMILTON D. UPCHURCH FRANK D. UPCHURCH, JR. OF COUNSEL

FRANK D. UPCHURCH (1894-1986)

March 24, 1997

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

Re: Decat 94E, Inc.

Our File No. 5-97-133

500002123175--3 -03/25/97--01039--016 ****122.50 ****122.50

Dear Sir or Madam:

I enclose herewith an original and one copy of the Articles of Incorporation for the above-named corporation. Please file the same and furnish me with a certified copy.

Likewise, enclosed is my check payable to the Secretary of State in the amount of \$122.50 which I estimate to be sufficient to cover the charges for your filing fee, including a certified copy of the charter document, and the registration of registered agent.

Thank you for your assistance in this matter. Please do not hesitate to contact me or my secretary, Sharon, if you have any questions or comments whatsoever.

Michael A. Siragusa

MAS:sp Enclosures

0/3/28/41

STOUR THRY OF STATE

ARTICLES OF INCORPORATION

OF

97 HAR 25 / MID: 36

DECAT 94E, INC.

The undersigned natural person, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

<u>Name</u>

The name of the corporation is DECAT 94E, INC.

ARTICLE_II

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at par value of \$1.00 per share.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than two (2) nor more than five (5).

ARTICLE VII

Initial Directors and Officers

The name and address of each member of the first Board of Directors and the officers are:

NAME	<u>ADDRESS</u>	OFFICE
SUE PITCHER	780 N. Ponce de Leon Blvd. St. Augustine, FL 32085	Pres.
HAMILTON D. UPCHURCH	780 N. Ponce de Leon Blvd. St. Augustine, FL 32085	Sec'y/ Treas.

ARTICLE VIII

Subscribers

The name and address of the subscriber to these Articles of Incorporation is:

NAME	ADDRESS
MATTE	SCANUM

HAMILTON D. UPCHURCH 780 N. Ponce de Leon Blvd. St. Augustine, FL 32085

ARTICLE IX

Principal Office, Initial Registered Office and Registered Agent

The street address and mailing address of the principal office of the corporation and the initial registered office of the corporation is 780 N. Ponce de Leon Boulevard, St. Augustine, Florida 32085, and the name of the registered agent for the service of process at that address is Hamilton D. Upchurch.

ARTICLE X

<u>Amendment</u>

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 stock entitled to vote thereon.

HAMTETON D. HOCHTIDCH

THE FOREGOING instrument was acknowledged before me this day of 1997, by Hamilton D. Upchurch, who: (notary must check applicable box)

is personally known to me. produced current driver's license(s) as identification. produced as identification.

Signature of Notary

Name of Notary Typed, Printed or Stamped My Commission Number:

My Commission Expires:

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.

HAMILTON D. UPCHURCH