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EDDINS, RIDLEHOOVER & BARNES

ATTORNEYS AT LAW

900 NORTH PALAFOX STREET

PENSACOLA, FLORIDA 32501-5681

WILLIAM E. EDDINS
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TELEPHONE (904) 432-4277
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June 25, 1997

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

RE: Articles of Incorporation
SCROGGINS, INC.

100002224991--5
-06/27/97--01071--019
*****122.50 *****122.50

Dear Sir:

Please file the enclosed Articles Of Incorporation, Certificate Designating Place Of Business Or Domicile For The Service Of Process Within Florida, Naming Agent Upon Whom Process May Be Served, and Acceptance As Designated Agent For Service Of Process with regard to the new corporation: SCROGGINS, INC. I have also enclosed herewith a check in the amount of \$122.50 representing the filing fees and return of one certified copy to office. Thank you for your assistance. If there is any problem question, please do not hesitate to contact me.

Very truly yours,

Deanna C. Harp

Deanna C. Harp, Assistant
to Kenneth R. Ridlehoover

/dch
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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D. BROWN JUN 30 1997

ARTICLES OF INCORPORATION

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

ARTICLE ONE

The name of the corporation is SCROGGINS, INC..

ARTICLE TWO

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE THREE

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE FOUR

The corporation shall have perpetual existence, commencing immediately upon the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE FIVE

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

BILLY JOE SCROGGINS
5100 NORTH 9TH AVENUE
CORDOVA MALL
SUITE E529
PENSACOLA, FL 32504

The principal office is the same as the registered office.

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DIVISION OF CORPORATIONS
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ARTICLE SIX

This corporation shall have one Director 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.

ARTICLE SEVEN

The name of the initial Director of this corporation and street addresses is:

BILLY JOE SCROGGINS
5100 NORTH 9TH AVENUE
CORDOVA MALL
SUITE E529
PENSACOLA, FL 32504

ARTICLE EIGHT

The names and respective street addresses of the persons signing these Articles of Incorporation is:

BILLY JOE SCROGGINS
5100 NORTH 9TH AVENUE
CORDOVA MALL
SUITE E529
PENSACOLA, FL 32504

ARTICLE NINE

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them at the stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has

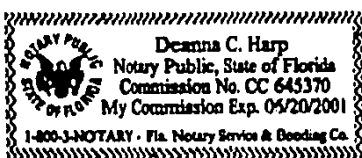
executed the foregoing Articles of Incorporation on this 24th day
of June, 1997.

Billy Joe Scroggins
BILLY JOE SCROGGINS

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public, personally appeared BILLY JOE
SCROGGINS, to me known to be the person described as Incorporator,
and who is personally known to me or who has produced the following
identification: Florida Drivers License, and who
executed the foregoing Articles of Incorporation on this 24th day
of June, 1997.



Deanna C. Harp
NOTARY PUBLIC
Printed Name: Deanna C. Harp
Commission No.: CC 645370
My Commission Expires: 6/20/2001

ACCEPTANCE AS DESIGNATED AGENT FOR SERVICE OF PROCESS

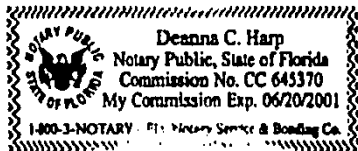
The undersigned, pursuant to the Florida General Corporation Act, hereby accepts designation as the Agent For Service Of Process for the Florida corporation known as SCROGGINS, INC. and further states that the initial office for service of process is 5100 North 9th Avenue, Cordova Mall, Suite E529, Pensacola, FL 32504.

Billy Joe Scroggins
BILLY JOE SCROGGINS

STATE OF FLORIDA

COUNTY OF ESCAMBIA

SWORN TO AND SUBSCRIBED before me by BILLY JOE SCROGGINS, who is personally known to me or who has produced the following identification: Florida Drivers License, on this 24th day of June, 1997.



Deanna C. Harp
NOTARY PUBLIC
Printed Name: Deanna C. Harp
Commission No.: CC 645370
My Commission Expires: 6/20/2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

That SCROGGINS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Pensacola, County of Escambia, State of Florida, has named BILLY JOE SCROGGINS, 5100 North 9th Avenue, Cordova Mall, Suite E529, Pensacola, County of Escambia, State of Florida, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


BILLY JOE SCROGGINS
REGISTERED AGENT

FILED
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DIVISION OF CORPORATIONS
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