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August 19, 1997

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

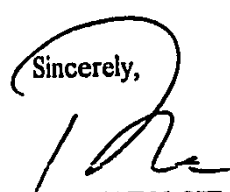
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Re: Articles of Incorporation for Walter K. Pierce, Inc.

Dear Sir:

Enclosed please find an original and one (1) copy of Articles of Incorporation for Walter K. Pierce, Inc. for filing with your office. Also enclosed is our firm's check in the amount of \$122.50, representing filing fee and one (1) certified copy of the Articles of Incorporation. Please forward the certified copy of the Articles of Incorporation to the undersigned.

Your cooperation and assistance in this matter is appreciated. Should you have any questions, please advise.

Sincerely,

ROBERT N. HEATH, JR.

RNH:kde
Enclosures
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 22 AM 10:11
8-25-97
WS

ARTICLES
OF
INCORPORATION
FOR
WALTER K. PIERCE, INC.

FILED STATEMENTS
SECRETARY OF CORPORATIONS
97 AUG 22 AM 10:11

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME & ADDRESS

The name of this corporation is **WALTER K. PIERCE, INC.** and the address of the corporation is 221 S. Baylen Street, Pensacola, Florida 32501.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 221 S. Baylen Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is LALLA T. PIERCE, whose address is 221 S. Baylen Street, Pensacola, Florida 32501.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The directors of the corporation shall be elected or appointed as set forth in the Bylaws of the corporation. The number of directors constituting the initial board of directors is one (1) whose name and address is Walter K. Pierce, 221 S. Baylen Street, Pensacola, Florida 32501.

ARTICLE VIII - OFFICERS

The officers of the corporation shall be a President and a Secretary and such other Vice Presidents or other officers as the corporation may determine and state in the bylaws. WALTER K. PIERCE of 221 S. Baylen Street, Pensacola, Florida shall serve as the initial President and Secretary.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Robert N. Heath, Jr., 4300 Bayou Boulevard, Suite 7, Pensacola, Florida 32503.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this the 21st day of August, 1997.



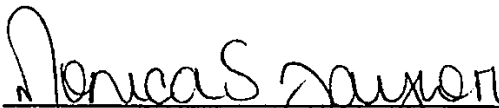
ROBERT N. HEATH, JR.

STATE OF FLORIDA

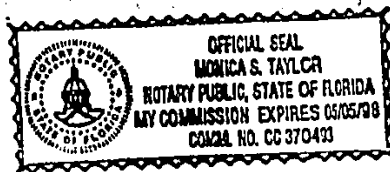
COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared **ROBERT N. HEATH, JR.**, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this the 21st day of August, 1997.



NOTARY OF PUBLIC, State of Florida



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, **LALLA T. PIERCE**, hereby accept the appointment as registered agent for **WALTER K. PIERCE, INC.**, as set forth in its Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this the 20th
day of August, 1997.


LALLA T. PIERCE

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