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September 16, 1997

*BOARD CERTIFIED CIVIL TRIAL LAWYER

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

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-09/22/97--01146--004
****122.50 ****122.50

Re: Dunn Enterprises of Northwest Florida, Inc.

Dear Sir or Madam:

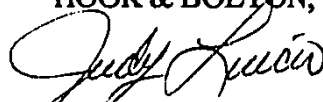
Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Would you please file the original and provide us with one certified copy of the Articles? We are enclosing a check payable to your order in the amount of \$122.50 in payment of the following items:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agency Designation	<u>35.00</u>
TOTAL	\$122.50

Thank you for your assistance in this matter and if you have any questions please do not hesitate to contact me.

Very truly yours,

MOORE, HILL, WESTMORELAND,
HOOK & BOLTON, P.A.


Judy Lucio, CLA to

J. Lofton Westmoreland

/jal
Enclosures

1 J. Nedeau SEP 23 1997

FILED
97 SEP 22 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DUNN ENTERPRISES OF NORTHWEST FLORIDA, INC.

THE UNDERSIGNED, who desire(s) to form a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be Dunn Enterprises of Northwest Florida, Inc.

ARTICLE II - PURPOSES

The general purposes for which this corporation is organized are:

- (1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 1,000 shares, all of which shall be voting common shares with par value of \$1.00 per share.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation in this State is 220 West Garden Street, SunTrust Tower, 9th Floor, Pensacola, Florida 32501. The initial registered agent at said registered office is J. Lofton Westmoreland.

ARTICLE VI - INCORPORATORS

The name and address of the incorporator is:

NAME

J. Lofton Westmoreland

ADDRESS

Post Office Box 1792
220 W. Garden Street
SunTrust Tower, 9th Floor
Pensacola, Florida 32598

ARTICLE VII - BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the first Board of Directors are:

NAME

Ernestine W. Dunn

ADDRESS

26 Baybridge Drive
Gulf Breeze, Florida 32561

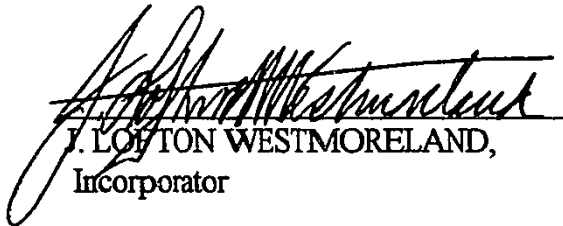
ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

ARTICLE IX - MAILING ADDRESS

The mailing address of the corporation is 26 Baybridge Drive, Gulf Breeze, Florida 32561.

IN WITNESS WHEREOF, we have hereunto subscribed our names this
16 day of September, 1997.


J. LOFTON WESTMORELAND,
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 16 day of
Sept., 1997, by J. Lofton Westmoreland, who is personally known to me
or who produced 10/A as identification and who did not take an oath.



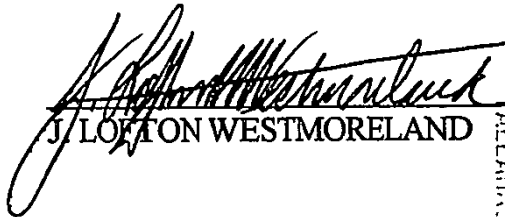
JUDITH A. LUCIO
MY COMMISSION # CC338628 EXPIRES
January 27, 1998
BONDED THRU TROY FAY INSURANCE, INC


NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

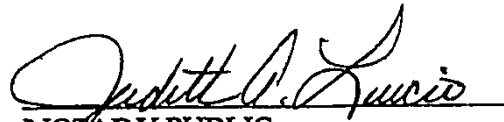
I, the undersigned, being the person named as the Registered Agent of
Dunn Enterprises of Northwest Florida, Inc., a Florida corporation, hereby certify that I
am familiar with the obligations provided for in Florida Statutes Section 607.0505 and
hereby accept the appointment of Registered Agent and hereby accept said obligations.

Dated this 16 day of September, 1997.


J. LOFTON WESTMORELAND

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 16 day of
Sept., 1997, by J. Lofton Westmoreland, who is personally known to me or
who produced W/A as identification and who did take an oath.


NOTARY PUBLIC
My Commission Expires:



JUDITH A. LUCIO
MY COMMISSION # CC30628 EXPIRES
January 27, 1998
BONDED TRINITY FARM INSURANCE, INC.

FILED
97 SEP 22 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA