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Law Offices of
James H. Buzbee, P. A.

Criminal Law
Family Law
Trial Practice
General Practice

October 23, 1997

114 S. Collins Street
P. O. Drawer IIIII
Plant City, Florida 33564-9053
(813) 754-1575

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

800002330248--4
-10/27/97--01091--007
****131.25 ****131.25

Re: Nichols & Edwards Co., Inc.

Dear Sir or Madam:

Please find enclosed the original Articles of Incorporation for Nichols & Edwards Co., Inc., together with one copy of same for certification. We would further like to request a Certificate of Status. Our trust account check in the amount of \$131.25, representing the costs of the requested services is also enclosed. Please return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you for your prompt attention to this request.

Very truly yours,

Brenda M. Bess

Brenda M. Bess
Assistant to James H. Buzbee

FILED
97 OCT 27 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/bmb
Enclosures

me 10/22/97

FILED

ARTICLES OF INCORPORATION 97 OCT 27 PM 12:45
OF
NICHOLS & EDWARDS CO., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. The name of the corporation is **NICHOLS & EDWARDS CO., INC.**
2. The period is perpetual.
3. The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
4. The corporation shall have authority to issue 100 shares, all one class, \$1.00 par value.
5. The address of its initial registered office is 2025 Sylvester Road, #BB7, Lakeland, Florida 33803, and the name of its initial registered agent at said address is Forrest Jay Nichols. The principal office and mailing address is the same as above.
6. The number of directors constituting its initial board of directors is three (3), whose names and addresses are:

NAME

ADDRESS

FOREST JAY NICHOLS

P.O. Box 70
East Prairie, MO 63845

WILLIAM KEITH EDWARDS

301 Margaret Drive
East Prairie, MO 63845

PATRICIA J. EDWARDS

301 Margaret Drive
East Prairie, MO 63845

7. The names and addresses of the incorporators are:

NAME

ADDRESS

FOREST JAY NICHOLS

P.O. Box 70
East Prairie, MO 63845


WILLIAM KEITH EDWARDS

301 Margaret Drive
East Prairie, MO 63845

PATRICIA EDWARDS

301 Margaret Drive
East Prairie, MO 63845

DATED this 9th day of October, 1997.


FOREST JAY NICHOLS

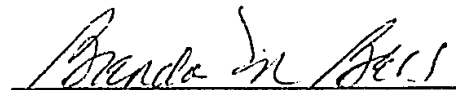

WILLIAM KEITH EDWARDS


PATRICIA J. EDWARDS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared FOREST JAY NICHOLS, who produced personally known as identification or is personally known to me, and who is known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 9th day of October, 1997.


NOTARY PUBLIC

STATE OF MISSOURI
COUNTY OF Mississippi

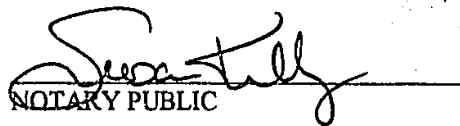


BEFORE ME, the undersigned authority, personally appeared WILLIAM KEITH EDWARDS, who produced personally known as identification or is personally

known to me, and who is known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 9th day of OCTOBER, 1997.

SUSAN KELLY
Notary Public - Notary Seal
STATE OF MISSOURI
Mississippi County
My Commission Expires: Oct. 23, 1998


NOTARY PUBLIC

STATE OF MISSOURI
COUNTY OF Mississippi

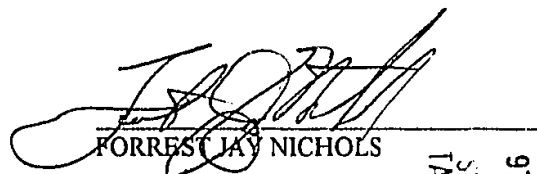
BEFORE ME, the undersigned authority, personally appeared PATRICIA J. EDWARDS, who produced PERSONALLY KNOWN as identification or is personally known to me, and who is known to me to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 9th day of OCTOBER, 1997.


NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT designation as registered agent.


FORREST JAY NICHOLS

FILED
97 OCT 27 PM 12:45
TALLAHASSEE, FLORIDA