

P98000026027

TRANSMITTAL LETTER

100002461911--5
-03/19/98--01038--005
*****70.00 *****70.00

TO: Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Subject: ROY'S COMPANY, INC.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00.

Wanda M. Stumbo
WANDA M. STUMBO

FROM: Wanda M. Stumbo
PO Box 1984
Palatka, Florida 32178

Telephone (904) 972-1302

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
98 MAR 19 AM 7:59

RP
03-20-98

PAGE 1

ARTICLES OF INCORPORATION
OF
ROY'S COMPANY, INC

98 MAR 19 AM 7:59

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

I, THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION,
DO HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF
FLORIDA.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS ROY'S COMPANY, INC

ARTICLE II. DURATION OF THE CORPORATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE III. NATURE OF BUSINESS

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS INITIALLY
ORGANIZED SHALL CONSIST OF THE TRANSACTIONS OF ANY OR ALL LAWFUL
BUSINESS FOR WHICH BUSINESSES MAY BE INCORPORATED UNDER AND
PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

PAGE 2

ARTICLE IV. CAPITAL STOCK

THE CORPORATION SHALL BE AUTHORIZED TO ISSUE COMMON STOCK, OF A SINGLE CLASS, OF A TOTAL OF NOT MORE THAN ONE THOUSAND (1000) SHARES, HAVING PAR VALUE OF \$1.00 PER SHARE.

ARTICLE V. ADDRESS OF REGISTERED OFFICE

THE REGISTERED ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS STAR RT 1 BOX 17, PALAKTA, FLORIDA 32177 AND THE NAME OF ITS INITIAL REGISTERED AGENT WITH SUCH ADDRESS IS ROY DONALDSON. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME REMOVE THE REGISTERED OFFICE TO ANY OTHER STREET ADDRESS IN FLORIDA, AND DESIGNATE OTHER PERSONS AS ITS REGISTERED AGENTS, PROVIDED THAT THE REGISTERED AGENT SHALL MEET THE REQUIREMENTS OF LAW.

ARTICLE VI. BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE (1) PERSONS. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BUT SHALL NEVER BE LESS THAN ONE (1). NOTHING IN THESE ARTICLES, HOWEVER, SHALL BE CONSTRUCTED TO PROHIBIT THE BOARD FROM DESIGNATING ONE OF ITS MEMBERS AS AN EXECUTIVE COMMITTEE, WITH FULL POWERS TO ACT FOR AND IN BEHALF OF THE DIRECTORS FOR SUCH PERIOD AND UPON SUCH TERMS AS THE BYLAWS MAY PROVIDE.

PAGE 3

THE NAMES AND ADDRESSES OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE BOARD OF DIRECTORS IS AS FOLLOWS:

ROY DONALDSON
STAR RT 1 BOX 17
PALAKTA, FLORIDA 32177

ARTICLE VII. INCORPORATORS

THE PERSON WHO HAS SIGNED AND DELIVERED OR REQUESTED TO BE DELIVERED THESE ARTICLES OF INCORPORATION TO THE DEPARTMENT OF STATE, STATE OF FLORIDA, IS THE INCORPORATOR OF THIS CORPORATION, WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS:

ROY DONALDSON
STAR RT 1 BOX 17
PALAKTA, FLORIDA 32177

ARTICLE VIII. DESIGNATION OF REGISTERED AGENT

THERE IS APPENDED TO THESE ARTICLES A CERTIFICATE DESIGNATING A RESIDENT AGENT AND ADDRESS AND PHYSICAL LOCATION OF THE OFFICE, PLACE OF BUSINESS OR LOCATION FOR THE SERVICE OF PROCESS UPON THIS CORPORATION WITHIN THIS STATE. THAT CERTIFICATE IS MARKED "EXHIBIT A" AND IS BY THIS REFERENCE MADE PART OF THESE ARTICLES.

IN WITNESS WHEREOF, EACH INCORPORATOR NAMED IN THESE ARTICLES HAS SIGNED THESE ARTICLES OF INCORPORATION.

Roy Donaldson
ROY DONALDSON

STATE OF FLORIDA

COUNTY OF PUTNAM

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED ROY DONALDSON KNOWN TO ME TO BE THE PERSON DESCRIBED AS INCORPORATORS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THE SAID ARTICLES OF INCORPORATION. WITNESS MY HAND AND OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID.

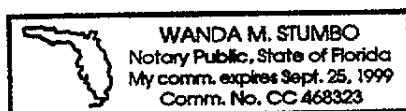
THIS 15th DAY OF March, 1998

Wanda M. Stumbo

WNADA M. STUMBO

NOTARY

MY COMMISSION EXPIRES:



PAGE 5

ROY'S COMPANY, INC


EXHIBIT A

DESIGNATION OF

REGISTERED AGENT

THE ABOVE NAMED CORPORATION DOES HEREBY DESIGNATE ROY DONALDSON, AN
INDIVIDUAL, RESIDENT OF THE STATE OF FLORIDA, AS ITS
REGISTERED AGENT WITHIN THE MEANING OF THE FLORIDA GENERAL
CORPORATION ACT, AND FURTHER DESIGNATES STAR RT 1 BOX 17, PALAKTA,
FLORIDA 32177 AS ITS REGISTERED OFFICE.

ROY'S COMPANY, INC



ROY/DONALDSON

REGISTERED AGENT

PAGE 6

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED HAS BEEN APPOINTED AS REGISTERED AGENT OF ROY'S
COMPANY, INC AND DOES ACCEPT THAT APPOINTMENT AND AGREES TO ACT AS
SUCH.

Roy Donaldson
ROY DONALDSON

REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 19 AM 7:59