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JOHN E. NORRIS
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EDDIE M. ANDERSON
GUY W. NORRIS

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*CERTIFIED CIRCUIT COURT MEDIATOR

March 26, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: D & B Joint Ventures, Inc.

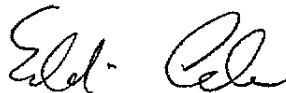
Dear Ladies or Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation of D & B Joint Ventures, Inc., along with a check in the amount of \$122.50 which represents \$35.00 for the filing fee, \$52.50 for the certified copy, and \$35.00 for the Registered Agent Designation.

Please file the Articles of Incorporation and return the certified copy of same to this office. I have enclosed a self-addressed stamped envelope for your convenience.

Thank you for your courtesies.

Very truly yours,



Eddie M. Anderson

EMA:mv
Enclosures
cc: Chris Dampier

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
D & B JOINT VENTURES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 30 AM 11:25

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida General Corporation Act.

ARTICLE I. NAME

The name of the corporation is D & B JOINT VENTURES, INC.

ARTICLE II. DURATION

The duration of this corporation is perpetual.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or treasury stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED
OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is 201 North Marion Street, Lake City, Florida 32055, and the name of its initial registered agent at such address is EDDIE M. ANDERSON. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law. The mailing address of the principal office of the corporation is Route 9, Box 2281-1, Lake City, Florida 32024.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

<u>Name</u>	<u>Street Address</u>
Christopher H. Dampier	Route 9, Box 2281-1 Lake City, Florida 32024
Selisa J. Bennett	Route 15, Box 3898 Lake City, Florida 32024

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:

<u>Name</u>	<u>Street Address</u>
Eddie M. Anderson	201 North Marion Street Lake City, Florida 32055

ARTICLE IX. TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of the shares of stock of this corporation.

ARTICLE X. BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board of Directors may be altered, amended or repealed by the shareholders entitled to vote thereon. New By-Laws may be adopted, altered, amended, or repealed by a vote of the shareholders, and the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of this corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

Eddie M. Anderson
EDDIE M. ANDERSON

STATE OF FLORIDA
COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 26th day of March, 1998, by EDDIE M. ANDERSON, who is personally known to me.



Michelle Vaughn
Notary Public
Print Name: Michelle Vaughn
My Commission Expires:

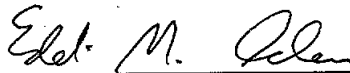
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that D & B JOINT VENTURES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation in the City of Lake City, County of Columbia, State of Florida, has named EDDIE M. ANDERSON, whose address is 201 North Marion Street, Lake City, Florida 32055, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping open said office.



EDDIE M. ANDERSON

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SECRETARY OF STATE
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