

P980000 38322

FRANK M. GAFFORD
ATTORNEY AT LAW
228 EAST DUVAL STREET
POST OFFICE BOX 1789
LAKE CITY, FLORIDA 32056-1789

FRANK M. GAFFORD

April 23, 1998

(904) 752-5468
FAX (904) 752-0922

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

RE: The LE Tomlinson Corporation

We are enclosing an original and a conformed copy of the Articles of Incorporation for The LE Tomlinson Corporation, Inc. Please record the original of the articles and return the certified copy to this office.

We are also enclosing a check \$122.50 which covers the filing and the certified copy fee for these Articles of Incorporation.

Thank you.

Yours very truly,

Suzette Woolsey

Suzette Woolsey
Secretary to
Frank M. Gafford

Enc.

100002500071--1
-04/24/98--01095--016
****122.50 ****122.50

FILED
98 APR 27 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Suzette GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article II
DATE 4/28
DOC. EXAM BB

B. BROCK APR 28 1998

ARTICLES OF INCORPORATION
OF
THE LE TOMLINSON CORPORATION

FILED
98 APR 27 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is The LE Tomlinson Corporation.

ARTICLE II DURATION

This corporation shall exist perpetually commencing on the date of filing of these articles.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$ 1.00 par value common stock, which shall be designated "common shares."

ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

The affairs of the corporation shall be by majority vote of the shareholders.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same

kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2251 W. Grandview Avenue, Lake City, Florida 32025 and the name of the initial registered agent of this corporation at that address is Tonya R. O'Neal.

ARTICLE VIII INCORPORATOR

The named and address of the person signing these articles is LINDA E. TOMLINSON..

ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE X RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

LINDA E. TOMLINSON 6750

TONYA R. O'NEAL 750

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be

offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XI CUMULATIVE VOTING

At each election for shareholders every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE XII CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the President.

ARTICLE XIII SHAREHOLDER QUORUM AND VOTING

51 % of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51 % of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

ARTICLE XV SHAREHOLDERS' MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XVI MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promotor, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XVII MEETINGS BY CONFERENCE TELEPHONE

The shareholders may meet by telephone and such actions by the shareholders shall be ratified at the next ensuing shareholders meeting.

ARTICLE XVIII INDEMNIFICATION

The corporation shall indemnify any officer or any former officer or director, to the full extent permitted by law.

ARTICLE XXIV AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these

Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on this 3rd day of April, 1998.

Linda E Tomlinson - 4-3-98
LINDA E. TOMLINSON

**STATE OF FLORIDA
COUNTY OF COLUMBIA**

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared LINDA E. TOMLINSON, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State last aforesaid this 3rd day of April, 1998.



Frank M. Gafford
MY COMMISSION # CC487047 EXPIRES
October 28, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission Expires:

Frank M. Gafford
Notary Public

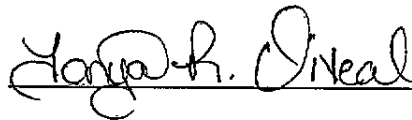
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant of Chapter 48.091, Florida States, the following is submitted, in compliance with said Act:

That The LE Tomlinson Corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 2251 W. Grandview Avenue, Lake City, Columbia County, Florida, has named Tonya R. O'Neal as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said A relative to keeping open said office.



TONYA R. O'NEAL

FILED
98 APR 27 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA