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May 20, 1998

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

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-05/26/98--01025--015
****122.50 ****122.50

Re: River Ridge Investments, Inc.

Dear Sir or Madam:

We are legal counsel for River Ridge Investments, Inc. Enclosed are an original and three (3) copies of the Articles of Incorporation of River Ridge Investments, Inc. Also enclosed is a check in the amount of \$122.50 for filing fees. An addressed, postage-paid envelope has been enclosed for your convenience in returning the file-marked copies to us.

If you have any questions, or if you need any additional information, please contact us.

PO same as RA address

Sincerely,

JEWELL & MOSER,
A Professional Association

Scott D. Fletcher

Scott D. Fletcher

By RNM

SDF:rnm:SDF2067
Enclosures

Rachelle Miller GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Address + RA wording*
DATE *5/28/98*
DOC. EXAM *BR*

FILED
98 MAY 26 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-12216
BR 5/28/98

ARTICLES OF INCORPORATION
OF
RIVER RIDGE INVESTMENTS, INC.

FILED
98 MAY 26 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the Florida Business Corporations Act, adopts the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is RIVER RIDGE INVESTMENTS, INC. 441 Woodbine Drive, Pensacola, FL 32503.

SECOND. The period of its duration is perpetual.

THIRD. The purposes for which the corporation is organized are as follows:

- (a) To engage in the general business of providing capital to closely held businesses or acquiring stock in closely held businesses.
- (b) To acquire, own, hold, manage and control real and personal property of every description, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof.
- (c) To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or incidental to the protection or benefit of the corporation and to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporations Act.

FOURTH. The aggregate number of shares for which the corporation shall have authority to issue is One Thousand (1,000) shares of common stock, such shares to be without par value.

FIFTH. The stockholders shall have the preemptive right to acquire additional or treasury shares of the corporation.

SIXTH. Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws. The shareholders of the corporation are authorized to take any action required of them without a meeting, if a consent in writing setting forth the action so taken shall be signed by all shareholders entitled to vote with respect to such matter. The Board of Directors is authorized to take any action required of it without a meeting through the vote of a majority of its members, if either before or after such action is taken all members of the Board sign and file with the Secretary for inclusion in the corporate minute book a memorandum showing that each member of the Board consented to the Board acting informally in respect to such matter and also showing the names of the directors who approved the action taken and the names of the directors who opposed the action taken.

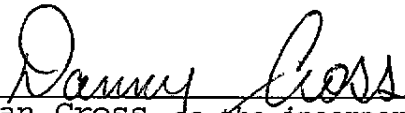
SEVENTH. The address of the initial registered office of the corporation is 441 Woodbine Drive, Pensacola, Florida 32503, and the name of its initial registered agent at such address is Dan Cross.

EIGHTH. The number of directors constituting the initial Board of Directors of the corporation is one. No contract entered into by this corporation shall be invalid or unenforceable because of the interest of any director in the contract, either directly or indirectly.

NINTH. The name and address of the incorporator are as follows:

Dan Cross
441 Woodbine Drive
Pensacola, Florida 32503

DATED this 16th day of May, 1998.


Dan Cross as the incorporator and
accepting the designation as the
registered agent for RIVER RIDGE
INVESTMENTS, INC.

SDF:dlk:SF7882

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TALLAHASSEE, FLORIDA