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June 5, 1998

Secretary of State
Division of Corporations
Post Office Box 5588
Tallahassee, FL 32314

400002551404-9

06/08/98-D1092-012

****122.50 ****122.50

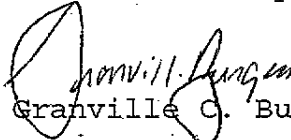
Re: Articles Of Incorporation
~~Shrimp Express, Inc.~~
Schooch, Inc

Dear Sirs:

Enclosed herewith is my check in the amount of \$122.50 to
file the enclosed Articles of Incorporation for ~~Shrimp Express,~~
Inc. *Schooch, Inc*

Thank you for your assistance in this matter.

Yours sincerely,


Granville C. Burgess

GCB/bb

enclosure 1

98 JUN -8 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B. BROCK JUN 10 1998

ARTICLES OF INCORPORATION

OF

SCHOOCH, INC.

ARTICLE I. NAME

The name of this corporation shall be **Schooch, Inc.**

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of plumbing installation and repair and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 Shares of \$1.00 par value shares of common capital stock.

98 JUN -8 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Articles Of Incorporation Of *Schooch, Inc.*

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Karl Weilbacher, Jr.
1099 South Fletcher Avenue
Fernandina Beach, Florida 32034

Gail Weilbacher
1099 South Fletcher Avenue
Fernandina Beach, Florida 32034

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 1099 South Fletcher Avenue, Fernandina Beach, Florida 32034.

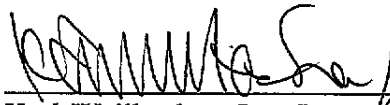
The name of the individual who shall serve as this corporation's initial registered agent at that address is: Karl Weilbacher, Jr.

ARTICLE X. INCORPORATOR


The name and address of the individual who shall serve as this corporation's incorporator is: Karl Weilbacher, Jr., 1099 South Fletcher Avenue, Fernandina Beach, Florida 32034.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

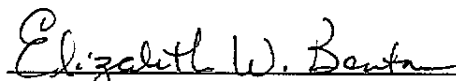

Karl Weilbacher, Jr. - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of **Schooch, Inc.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for **Schooch, Inc.**


Karl Weilbacher, Jr. - Registered Agent

State Of FLORIDA
County Of NASSAU

On May 21, 1998, Karl Weilbacher, Jr., designated above as the individual who shall serve as the corporation's incorporator, who is personally known to me, or produced a current Florida Driver License as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of **Schooch, Inc.**


Notary Public

Commission Expiration Date & Commission Number:

(SEAL)



Elizabeth W. Benton
MY COMMISSION # CC683304 EXPIRES
November 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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Articles Of Incorporation Of **Schooch, Inc.**