

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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De-Bead, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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<input checked="" type="checkbox"/> Art of Inc. File	EFFECTIVE DATE
<input type="checkbox"/> LTD Partnership File	<u>08-25-98</u>
<input type="checkbox"/> Foreign Corp. File	
<input type="checkbox"/> L.C. File	
<input type="checkbox"/> Fictitious Name File	
<input type="checkbox"/> Trade/Service Mark	
<input type="checkbox"/> Merger File	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> RA Resignation	
<input type="checkbox"/> Dissolution / Withdrawal	
<input type="checkbox"/> Annual Report / Reinstatement	
<input type="checkbox"/> Cert. Copy	
<input checked="" type="checkbox"/> Photo Copy	
<input type="checkbox"/> Certificate of Good Standing	
<input type="checkbox"/> Certificate of Status	
<input type="checkbox"/> Certificate of Fictitious Name	
<input type="checkbox"/> Corp Record Search	
<input type="checkbox"/> Officer Search	
<input type="checkbox"/> Fictitious Search	
<input type="checkbox"/> Fictitious Owner Search	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
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<input type="checkbox"/> Courier	

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DIVISION OF CORPORATIONS

Signature

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ARTICLES OF INCORPORATION
OF
DE-BEAD, INC.

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ARTICLE I. CORPORATE NAME.

The name of this corporation is DE-BEAD, INC.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business of this corporation is 1931 Highway 16 West, Green Cove Springs, Florida 32043, and the initial mailing address of this corporation is the same.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes on August 25, 1998. This corporation shall exist perpetually.

EFFECTIVE DATE
08-25-98

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (1997), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 and shall consist of one class only. The par value of each share of stock issued shall be \$0.01.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of not less than one (1) and no more than two (2) persons. The manner of election of the Board of Directors shall be as designated in the bylaws of this corporation.

Section 2. Initial Board. The name and address of the initial member of the board of directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Danny S. Anderson	1931 Highway 16 West Green Cove Springs, FL 32043

Section 3. Corporate Officers. The board of directors shall elect the following officers: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII. PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury, in the ratio that the number of shares he holds at time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of the shares and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

ARTICLE IX. AMENDMENTS.

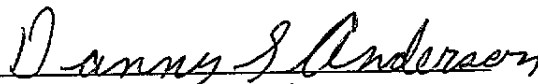
These articles of incorporation may be amended in accordance with the Act.

ARTICLE X. INCORPORATOR.

The name and address of the person signing these articles is:

Danny S. Anderson
1931 Highway 16 West
Green Cove Springs, FL 32043

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of August 25, 1998, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations prior to the effective date hereof.



Danny S. Anderson
Incorporator

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CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

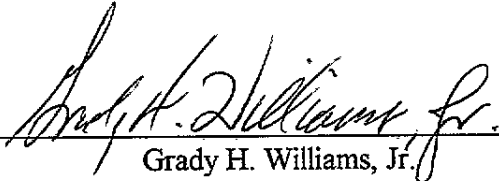
Pursuant to Sections 48.091 and 607.0501, Florida Statutes (1997), the following is submitted:

DE-BEAD, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Clay, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1279 Kingsley Avenue
Suite 117
Orange Park, FL 32073


ACKNOWLEDGMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Act. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Grady H. Williams, Jr.

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 25th day of August, 1998, by Grady H. Williams, Jr., who is personally known to me.


Notary Public

My Commission Expires:

