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A PROFESSIONAL ASSOCIATION
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November 18, 1998

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-12/29/98--01070--009
*****78.75 *****78.75

VIA FEDERAL EXPRESS

Mr. John Hall
Hall's Delivery Service

Re: FGN, INC.

Dear John:

Enclosed please find original and photocopy of Articles of Incorporation of FGN, Inc., together with check in the amount of \$~~125.00~~ 78.75

Please file the Articles with the Secretary of State (before 12/31), obtain a certified copy, and return to the undersigned via U.S. Mail.

If you have any questions, please do not hesitate to contact me. As always, thank you for your assistance.

Sincerely yours,

Gene H. Godbold

GHG/eyl
Enclosures

Rmc
12/29/98

Call when Ready
681-0619
John Hall

Call
681-0619

RECEIVED
98 DEC 29 PM 12:28
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98 DEC 29 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

98 DEC 29 PM 1:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FGN, INC.

The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the Corporation shall be FGN, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 441 East Central Avenue, Winter Haven, FL 33880.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$1.00	Class A Common
1,000	\$1.00	Class B Common

Except as otherwise mandated by Florida Law, the holders of Class A Common Stock shall have and possess exclusive voting rights and powers and, at all meetings of the Shareholders, each record owner of said Class A Common Stock shall be entitled to one (1) vote per each share held. Shareholders voting Class A Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. In the event that certain events occur, which, under Florida Law, gives holders of Class B Common Stock the right to vote on a given course of action, each share of Class B Common Stock shall be entitled to one (1) vote.

No Shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his prorata or any other share of said such stock at the same price at which it is offered to others or any other price.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 441 East Central Avenue, Winter Haven, FL 33880. The name of the initial registered agent of the Corporation at the registered office shall Darrel J. Jensen.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one (1) person. The name and address of the person who shall serve as Director of the Corporation until the first meeting of shareholders is:

<u>Name</u>	<u>Address</u>
Darrel J. Jensen	441 East Central Avenue Winter Haven, FL 33880

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

Darrel J. Jensen
441 East Central Avenue
Winter Haven, FL 33880

Executed this 17 day of December, 1998.



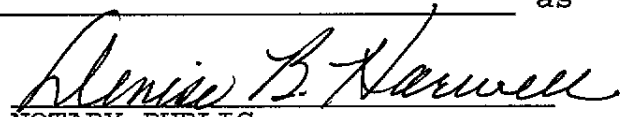
DARREL J. JENSEN Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17th day of December, 1998, by DARREL J. JENSEN [☒] who is personally known to me or [] has produced _____ as identification.



DENISE B HARWELL
My Commission CC436902
Expires Feb. 02, 1999
Bonded by HAI
800-422-1555

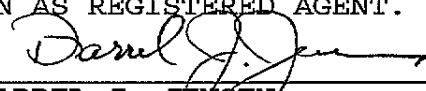


NOTARY PUBLIC

My Commission Expires: 2-02-99

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. 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.



DARREL J. JENSEN
Registered Agent

Date: 12-17-98

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98 DEC 29 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA