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January 27, 1999

799000008136

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

Re: Sandpiper Investment Group, Inc.  
a Florida corporation

Gentlemen:

Enclosed herewith please find the original and two copies of the Articles of Incorporation and Designation of Resident Agent for the above referred to company, together with my check in the amount of ~~\$122.50~~ 78.75 for filing fees, certified copy and Registered Agent Designation.

Please send the certified copy directly back to me. Thank you for your assistance.

Very sincerely yours,

*J. Victor Africano*  
J. Victor Africano

JVA/gfr  
Enc.

cc: Mr. David Mullis, Secy/Treasurer

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**SANDPIPER INVESTMENT GROUP, INC.**  
**a Florida corporation**

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida pursuant to the provisions of the applicable Florida Statutes:

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be SANDPIPER INVESTMENT GROUP, INC., a Florida corporation.

**ARTICLE II - NATURE OF CORPORATE BUSINESS**

This corporation, through its officers and employees, shall be authorized to buy, sell, re-sell, lease, own, rent, market, exhibit, mortgage, assign, transfer, quit-claim, and convey real estate, and other merchandise, either retail or wholesale, real and personal property; and participate in all other activities which may be necessary to the operation of such business.

**ARTICLE III - CAPITAL STOCK**

This corporation shall be authorized to have a maximum of 100 shares of stock outstanding at one time. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business shall be no less than One

Hundred Dollars (\$100.00).

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have a perpetual existence.

**ARTICLE VI - POST OFFICE ADDRESS**

The initial Post Office and location address of principal office of this corporation and its Resident Agent for service in the State of Florida shall be:

- a) Post Office Address of principal office:

P. O. Box 237  
Live Oak, Florida 32064

- b) Location Address of principal office:

Corner of Texada and Conner Streets  
Live Oak, Florida 32060

- b) Resident Agent:

J. Victor Africano, Esquire  
Attorney at Law  
P. O. Box 1450  
106 White Avenue, Suite B  
Live Oak, Florida 32064

The principal office of this corporation shall be in Suwannee County, Florida. The Board of Directors may vote, from time to time, to move the Post Office address, location address, and/or principal address to any other address in the State of Florida.

**ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have no less than one (1), nor more than three (3) directors. The number of directors may be altered from time to time by By-Laws adopted by shareholders.

#### **ARTICLE VIII - INITIAL DIRECTORS**

The names and Post Office addresses of the first Board of Directors are:

President:	Donald W. Sikes 7161 Railroad St., Live Oak, FL 32060
Vice President:	J. Edward Howell P. O. Box 850, Live Oak, FL 32064
Secretary/Treasurer:	David F. Mullis P. O. Box 237, Live Oak, FL 32064

The members of the first Board of Directors shall hold office until the first Annual Meeting of the stockholders of this corporation.

#### **ARTICLE IX - SUBSCRIBERS**

The names and Post Office addresses of the subscribers to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration to be paid therefor are as follows:

Donald W. Sikes 7161 Railroad Street, Live Oak, FL 32060	33 1/3 Shares	\$33.34
J. Edward Howell P. O. Box 850, Live Oak, FL 32064	33 1/3 Shares	\$33.33
David F. Mullis P. O. Box 237, Live Oak, FL 32064	33 1/3 Shares	\$33.33

#### **ARTICLE X - REGISTERED OFFICE & REGISTERED AGENT**

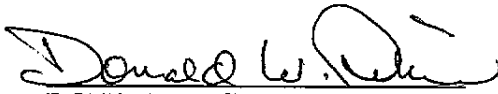
The Registered Office and Resident Agent of the corporation shall be:

J. Victor Africano, Attorney at Law, Registered Agent  
P. O. Box 1450  
106 White Avenue, Suite B  
Live Oak, Florida 32064


**ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided in the Florida Statutes, or any successor provision in said Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's Meeting by a majority of the stock entitled to vote thereon. However, in lieu of the above-described procedure, an amendment may be made by a written instrument signed by all of the Directors and Stockholders of this Corporation.

IN WITNESS WHEREOF, the Incorporators and Subscribers to these Articles of Incorporation have subscribed these presents this 27th day of January, 1999.

  
DONALD W. SIKES, Subscriber

  
DAVID F. MULLIS, Subscriber

  
J. EDWARD HOWELL, Subscriber

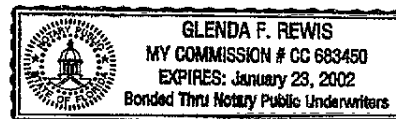
STATE OF FLORIDA  
COUNTY OF SUWANNEE

Personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, Donald W. Sikes, David F. Mullis, and J. Edward Howell, who are personally known to undersigned, or who presented photo/proof of identification, and who, after first being duly sworn, executed the foregoing Articles of Incorporation in my presence, and depose and said that they executed and subscribed the foregoing Articles of Incorporation for the purpose stated therein, and that the contents thereof are true and correct to the best of their knowledge and belief.

SWORN TO AND SUBSCRIBED before me on this 27th day of January, 1999.

NOTARY PUBLIC

My Commission Expires:



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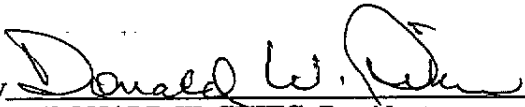
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

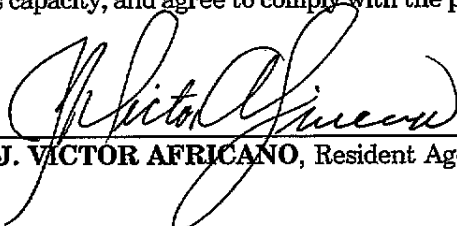
First, that **SANDPIPER INVESTMENT GROUP, INC., a corporation**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at: Corner of Texada and Conner Streets, Live Oak (Suwannee County), Florida, and Post Office Address of P. O. Box 237, Live Oak, FL 32064, has named **J. VICTOR AFRICANO**, located at 106 White Avenue, Suite B, Live Oak, Florida 32060, County of Suwannee, State of Florida, as its Resident Agent to accept service of process within this State.

**SANDPIPER INVESTMENT GROUP, INC.**  
a Florida corporation

By   
**DONALD W. SIKES, President**

**ACCEPTANCE**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
**J. VICTOR AFRICANO, Resident Agent**