

P990000015376

DICKINSON & GIBBONS, P.A.
ATTORNEYS AT LAW

Established 1937

1750 RINGLING BOULEVARD
SARASOTA, FLORIDA 34236-6859

POST OFFICE BOX 3979
SARASOTA, FLORIDA 34230-3979

FACSIMILE (941) 953-3136
TELEPHONE (941) 366-4680

DEBORAH J. BLUE††
STEPHEN G. BRANNAN†*
C. TED FRENCH
RICHARD R. GARLAND†††
BURWELL J. JONES
GARY H. LARSEN†

†BOARD CERTIFIED CIVIL TRIAL LAWYER
††BOARD CERTIFIED CRIMINAL TRIAL LAWYER
†††BOARD CERTIFIED APPELLATE LAWYER
*FLORIDA SUPREME COURT CERTIFIED MEDIATOR

RALPH L. MARCHEBANK, JR.†
MICHAEL P. MURPHY
JEFFREY D. PEAIRS
DAVID S. PRESTON
A. JAMES ROLFES†
KELLY S. WEAVER
DOUGLAS R. WIGHT
OF COUNSEL:
PATRICK H. DICKINSON
G. HUNTER GIBBONS†

February 8, 1999

Division of Corporations
Secretary of State
The Capital
Post Office Box 6327
Tallahassee, Florida 32314

600002775846--9

-02/15/99--01126--017

****122.50 *****78.75

Re: **FORTSON HOLDINGS, INC.**

Dear Sir:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of filing and a certified copy of same. Please process these at your earliest opportunity and return a certified copy to this office.

Should you have questions or comments concerning the foregoing, please do not hesitate to contact this office.

Very truly yours,

C. Ted French

C. Ted French

CTF/mha
Enclosure

cc: Mr. and Mrs. Paul Fortson
Fortson Holdings, Inc.

FILED
99 FEB 15 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEB 17 1999
[Signature]

ARTICLES OF INCORPORATION

OF

FORTSON HOLDINGS, INC.

FILED
99 FEB 15 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is:

FORTSON HOLDINGS, INC.

4821 Shadyview Court
Sarasota, Florida 34232

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is **4821 Shadyview Court, Sarasota, Florida 34232**, and the name of its initial Registered Agent at that address is **PAUL FORTSON**.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation is as follows:

Paul Fortson, 4821 Shadyview Court, Sarasota, Florida 34232

— President

Tamara Fortson, 4821 Shadyview Court, Sarasota, Florida 34232

— Secretary

Article 7. Incorporators. The name and address of the Incorporator is as follows:

Paul Fortson, 4821 Shadyview Court, Sarasota, Florida 34232

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned have signed these Articles of Incorporation on this 6th day of February, 1999.

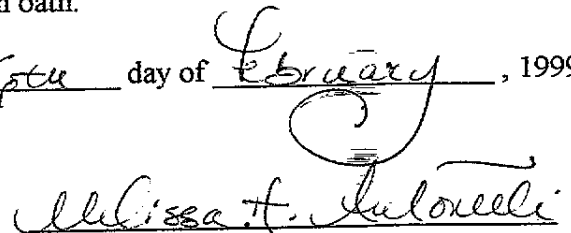

PAUL FORTSON


TAMARA FORTSON

STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me personally appeared **PAUL FORTSON** and **TAMARA FORTSON** who are personally known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed and they did not take an oath.

WITNESS my hand and official seal this 6th day of February, 1999.

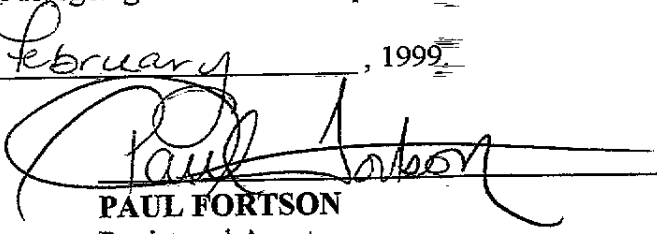

Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **FORTSON HOLDINGS, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 5th day of February, 1999.


PAUL FORTSON
Registered Agent

FILED
99 FEB 15 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA