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April 28, 1999

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/06/99-01036-009
122.50 **78.75

IN RE: Yards, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

James K. Delk

2415 Blanding Blvd. #5

JACKSONVILLE, FLORIDA 32210


JAMES K. DELK

Enclosures: Three

FILED
99 MAY -6 PM 3: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 5/11

ARTICLES OF INCORPORATION

OF

YARDS, INC.

FILED
99 MAY -6 PM 3: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME: The name of the Corporation is:

YARDS, INC.

ADDRESS: The principle office address is:

2415 BLANDING BLVD. #5
JACKSONVILLE, FLORIDA 32210

ARTICLE II

REGISTERED OFFICE:

2415 BLANDING BLVD. #5
JACKSONVILLE, FLORIDA 32210

REGISTERED AGENT:

JAMES B. DELK
2415 BLANDING BVD. # 5
JACKSONVILLE, FLORIDA 32210

WRITTEN ACCEPTANCE BY REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


James B. Delk / Registered Agent

ARTICLE III

DURATION: The Corporation shall have perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 1000.

ARTICLE VI

BOARD OF DIRECTORS: The initial board of directors shall consist of two members. The names and mailing addresses of the persons who are to serve as directors are:

James K. Delk
4416 Shirley Avenue
Jacksonville, Florida 32210
S.S. #589-01-9448

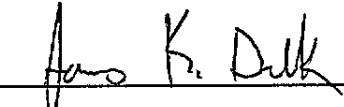
Christopher A. Akers
4617 Irvington Avenue
Jacksonville, Florida 32210
S.S. #589-22-2396

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is:

James K. Delk
4416 Shirley Avenue
Jacksonville, Florida 32210

The undersigned being the incorporator above named signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 3rd day of May, 1969.


JAMES K. DELK

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Before me, the undersigned authority, personally appeared
JAMES K. DELK, Who is to me well known to be the person
described in and who produced FL DLK D420-451-73-2018
as identification and who subscribed the above Articles of
Incorporation, and he did freely and voluntarily acknowledge
before me according to law that he made and subscribed the
same for the uses and purposes therein mentioned and set
forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my
official seal, at Duval, Florida in said County and State
this 3rd day of May, 1999.


Notary Public
My Commission Expires:

