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June 29, 1999

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

800002922078--9
-07/02/99-01043-015
122.50 **78.75

RE: J. DOUGLAS GROUP, INC.

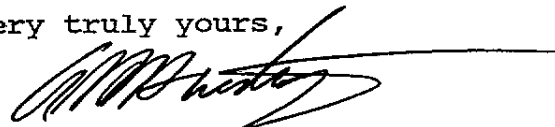
EFFECTIVE DATE
06-28-99

Dear Sir:

Please find enclosed an original and one copy of Articles of Incorporation for the above referenced corporation, together with Designation of Resident Agent and my check in the amount of \$122.50 representing the following:

Filing Fee.....	\$35.00
Resident Agent.....	35.00
Certified copy of Articles.....	52.50
Total.....	\$122.50

Very truly yours,


Alonzo H. Hardesty, III

AHH/pr
Enclosures
cc: Mr. J. D. Pulver

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1999 JUL -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
J. DOUGLAS GROUP, INC.

SECRETARY J. JIMIE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is J. DOUGLAS GROUP, INC..

ARTICLE II - DURATION

EFFECTIVE DATE
06.28.99

The corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The corporation is organized for the following purposes:

A. To engage in the business of promoting corporate stock.

B. To engage in any activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) Shares, all of one class, at Ten (\$10.00) Dollar par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The address of the principal office of the corporation is

305 West 1st Street, Sanford, Florida 32771. The mailing address of the corporation is 305 West 1st Street, Sanford, Florida 32771.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 305 West 1st Street, Sanford, Florida 32771, and the name of its initial registered agent at such address is JAMES D. PULVER.

ARTICLE VIII - MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the shareholders of the corporation.

ARTICLE IX - INCORPORATOR

The name and address of the person executing these Articles of Incorporation is JAMES D. PULVER, 2009 Galveston Avenue, Deltona, Florida 32725.

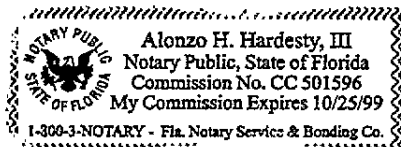
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of June, 1999.


 (SEAL)
JAMES D. PULVER

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared JAMES D. PULVER, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of June, 1999.




ALONZO H. HARDESTY, III
~~Patricia J. Rightmyer~~
Notary Public

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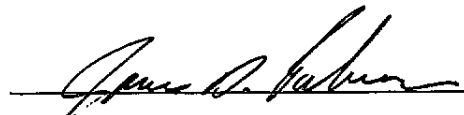
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 of the
Florida Statutes, the following is submitted:

That J. DOUGLAS GROUP, INC. desiring to qualify under the
laws of the State of Florida, with its principal place of
business located at 305 West 1st Street, Sanford, Florida 32771,
has named JAMES D. PULVER, located at 305 West 1st Street,
Sanford, Florida 32771, as its agent to accept service of
process within Florida.

Dated this 28th day of June, 1999.

 (SEAL)
JAMES D. PULVER, Incorporator

Having been named to accept service of process for J.
DOUGLAS GROUP, INC. at the place designated in this certificate,
I hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper
and complete performance of my duties.

Dated this 28th day of June, 1999.

 (SEAL)
JAMES D. PULVER