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CT Corporation System
660 East Jefferson Street
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CORPORATION(S) NAME

Trustmark South Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
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	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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TALLAHASSEE FLORIDA

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STATE OF FLORIDA)
COUNTY OF ESCAMBIA)

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99 JUL 12 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRUSTMARK SOUTH INC.

The undersigned, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is Trustmark South Inc. (the "Corporation").

ARTICLE II
DURATION

The period of existence of the Corporation shall be perpetual, unless hereafter lawfully dissolved.

ARTICLE III
PURPOSE AND POWERS

The purposes for which the Corporation is organized, and the powers which it shall have, are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida, including, without limitation, construction contracting.

ARTICLE IV
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 14110 Perdido Key Drive, Suite N-2A, Pensacola, Florida 32507.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The location and mailing address of the initial registered office of the Corporation is 14110 Perdido Key Drive, Suite N-2A, Pensacola, Florida 32507 and the name of the initial registered agent at such address is David Lance Clements.

ARTICLE VI
AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is ten thousand (10,000) shares of one class of common stock, \$.01 par value per share. The Corporation's board of directors may determine, in whole or in part, the preferences, limitations, and relative rights of one or more series within a class before the issuance of any shares of that series.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is two. The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
David Lance Clements	14110 Perdido Key Drive, Suite N-2A Pensacola, Florida 32507
Nancy Lea Clements	14110 Perdido Key Drive, Suite N-2A Pensacola, Florida 32507

ARTICLE VIII
NO PREEMPTIVE RIGHTS

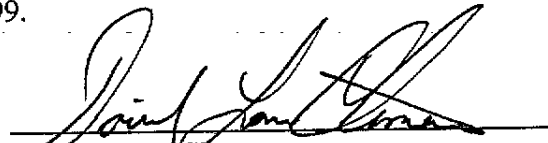
No shareholder of the Corporation shall have preemptive rights.

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is David Lance Clements, 14110 Perdido Key Drive, Suite N-2A, Pensacola, Florida 32507.


IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 9th day of July, 1999.


David Lance Clements

STATE OF ALABAMA)
COUNTY OF MOBILE)

I, the undersigned authority in and for said County in said State, hereby certify that David Lance Clements, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that being informed of the contents of said instrument, he executed the same voluntarily on the date the same bears date.

Given under my hand and seal this the 9th day of July, 1999.


NOTARY PUBLIC

[AFFIX NOTARIAL SEAL]

My Commission Expires: 4/28/02

This Instrument Prepared By:

Gregory P. Bru
ARMBRECHT, JACKSON, DeMOUY,
CROWE, HOLMES & REEVES, L.L.C.
Post Office Box 290
Mobile, Alabama 36601

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
OF
TRUSTMARK SOUTH INC.**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered agent and registered office in Florida.

1. The name of the corporation is **Trustmark South Inc.**
2. The address of the registered office is 14110 Perdido Key Drive, Suite N-2A, Pensacola, Florida 32507.
3. The name of the registered agent at the office is David Lance Clements

Dated: July 9, 1999

TRUSTMARK SOUTH INC.

By: _____

Print Name: David Lance Clements

Its: President

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 7-9-99

By: _____

David Lance Clements

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA