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FULLER & ASSOCIATES
ATTORNEYS AT LAW

BARRY J. FULLER*

JAMES D. ACOSTA, OF COUNSEL
CERTIFIED CIVIL TRIAL ATTORNEY

JOHN F. TOLSON, JR., OF COUNSEL

* Member Florida and California Bars
** Member Florida, New York and
New Jersey Bars

THE OFFICE PAVILION

2301 PARK AVENUE, SUITE 404
ORANGE PARK, FLORIDA 32073
TELEPHONE: (904) 264-0585
TELEFAX: (904) 264-1714

June 7, 1999

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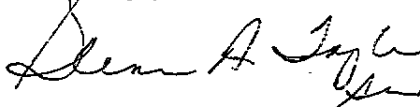
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION
Laura Associates, Inc.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation as referenced above together with a check for the \$70.00 filing fee.

Sincerely yours,



Glenn A. Taylor

BJF:srs
Encl.

FILED
99 JUL -8 PM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Handwritten initials and date:
CB
7-15-99
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ARTICLES OF INCORPORATION
OF
LAURA ASSOCIATES, INC.

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

**FIRST
NAME**

The name of the corporation is: LAURA ASSOCIATES, INC.

**SECOND
DURATION**

The period of duration of the corporation is perpetual.

**THIRD
SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding is 10,000 shares of common stock having a par value of \$1.00 per share.

**FOURTH
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business of the corporation is 3168 Highway 17 South, Orange Park, Florida, 32073.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIFTH
REGISTERED AGENT

The initial street address in Florida of the initial registered office of the corporation is 2301 Park Avenue, Suite 404, Orange Park, FL 32073, and the name of the initial registered agent at such address is Glenn A. Taylor.

SIXTH
PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

SEVENTH
CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or as Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

EIGHTH
INITIAL INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Glenn A. Taylor	3201 Park Avenue Orange Park, Florida 32073

NINTH
INITIAL DIRECTORS

The Board of Directors of the corporation shall consist of from one to five members, as more specifically set forth in the by-laws. The number of directors may be increased or decreased from time to time by amendment to the by-laws. Initially there shall be two members. The name and address of the initial members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Peter O. Dalton	3168 Highway 17 South Orange Park, Florida 32073
Louis Huntley	1890 Kingsley Avenue Orange Park, Florida 32073

TENTH
AMENDMENTS TO ARTICLES

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders meeting, with not less than a unanimous vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 7th day of July, 1999.


Glenn A. Taylor

**STATE OF FLORIDA
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared Glenn A. Taylor, known to be the persons described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 7th day of July, 1999 in the County and State aforesaid.


NOTARY PUBLIC

My Commission Expires:

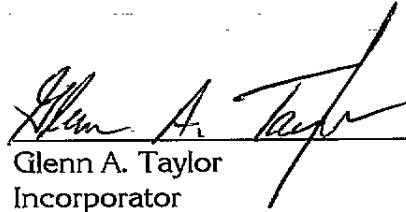
SUZANNE R. SONKE
Notary Public, State of Florida
My Comm. expires Nov. 16, 1999
Comm. No. CC 493770

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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

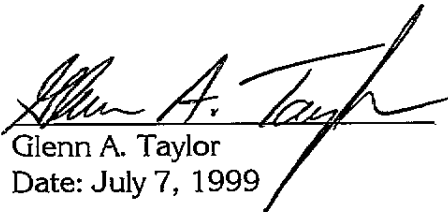
1. The name of the corporation is: LAURA ASSOCIATES, INC. The name and address of the registered agent and office is:

Glenn A. Taylor
2301 Park Avenue, Suite 404
Orange Park, Florida 32073


Glenn A. Taylor
Incorporator
Date: July 7, 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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


Glenn A. Taylor
Date: July 7, 1999