

P99000066805
NEILL, GRIFFIN, JEFFRIES, FOWLER, TIERNEY & NEILL

CHARTERED

311 SOUTH SECOND STREET

SUITE 200

FORT PIERCE, FLORIDA 34950

RICHARD V. NEILL
CHESTER B. GRIFFIN
MICHAEL JEFFRIES
MICHAEL D. FOWLER
J. STEPHEN TIERNEY, III
RICHARD V. NEILL, JR.
RENÉE C. MARQUIS

July 19, 1999

MAILING ADDRESS:
POST OFFICE BOX 1270
FORT PIERCE, FL 34954
TELEPHONE (561) 464-8200
FAX (561) 464-2566

500002937235--1
-07/21/99--01025--007
*****70.00 *****70.00

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

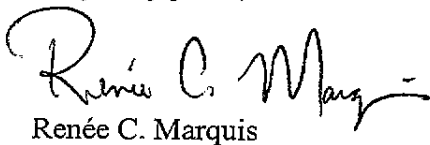
Re: Walpole Bulk Services, Inc.

Dear Ladies or Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation, with Acceptance of Registered Agent Designated in Articles of Incorporation, for Walpole Bulk Services, Inc., together with our check in the amount of \$70.00 for the filing fee.

Please return a "filed" copy of the articles to this office with your receipt for the filing fee. A return envelope is enclosed for your convenience.

Very truly yours,


Renée C. Marquis

RCM/lml
Enclosures
cc: Edwin E. Walpole, Inc.

FILED
99 JUL 21 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Incorporation
Of
Walpole Bulk Services, Inc.

FILED
99 JUL 21 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Walpole Bulk Services, Inc.

The address of the principal office of this corporation shall be 269 NW 9th Street, Okeechobee, Florida 34972, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 269 NW 9th Street, Okeechobee, Florida 34972, and the name of the initial registered agent of the corporation at that address is Edwin E. Walpole, III.

ARTICLE V. TERM OF EXISTENCE

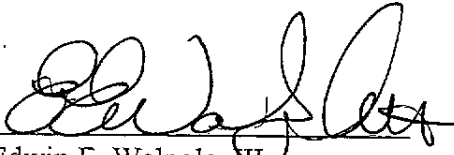
This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Edwin E. Walpole, III, 269 NW 9th Street, Okeechobee, Florida 34972

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19th
day of July, 1999.


Edwin E. Walpole, III

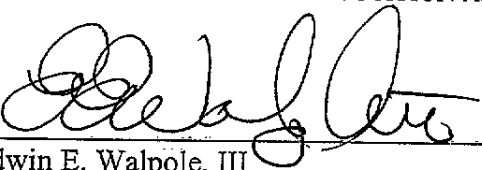
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: WALPOLE BULK SERVICES, INC.
2. The name and address of the registered agent and office is:

Edwin E. Walpole, III
269 NW 9th Street
Okeechobee, Florida 34972

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.



Edwin E. Walpole, III

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL

FILED
99 JUL 21 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA