20078842



ACCOUNT NO.: 072100000032

REFERENCE :

363588

7192554

AUTHORIZATION :

\$ 70 COST LIMIT :

September 2, 1999 ORDER DATE :

ORDER TIME : 3:54 PM

ORDER NO. : 363588-005

CUSTOMER NO: 7192554

CUSTOMER: Ms. Patsie B. Young

MS PATSIE B. YOUNG MS PATSIE B. YOUNG 2707 Vista Drive

Huntsville, AL 35803

DOMESTIC FILING

NAME: PBY, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

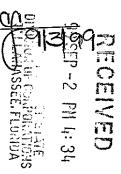
CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

500002977895--3



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

99 SEP -2 AM 10: 06

OF

PBY, INC.

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:

PBY, INC.

The address of the principal office of this corporation shall be 6933 North 9th Avenue, Pensacola, Florida 32504, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Patsie B. Young Dir.

6933 North 9th Avenue Pensacola, Florida 32504

William W. Young Dir.

6933 North 9th Avenue Pensacola, Florida 32504

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE VII. INCORPORATOR

99 SEP -2 AMID: 06

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on September 2, 1999.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Laura R. Dun

Authorized Service Representative Corporation Service Company

CRL