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211 N.E. FIRST STREET  
GAINESVILLE, FL 32601-5367  
WILLIAM H. CHANDLER  
1920-1992

JAMES F. LANG  
JOHN H. HASWELL  
C. W. HARRISON, CLU

P99000083400

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

RE: Just Right Enterprises, Inc.  
Incorporation

4000002988564--3  
-09/16/99--01020--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

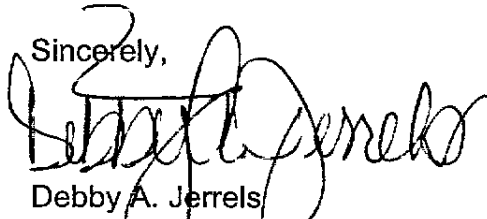
To Whom It May Concern:

Please find enclosed herewith the following:

1. Articles of Incorporation of Just Right Enterprises, Inc.
2. Certificate of Designation of Registered Agent/Registered Office.
3. Check Number 20574, in the amount of \$78.75, representing the filing fee for Designation of and Acceptance by Registered Agent fee and fee for Certified Copy of Articles.

Please furnish our office with a certified copy of the Articles of Incorporation. A self-addressed/stamped envelope is enclosed. If you should have any questions regarding this matter, please do not hesitate to call.

Sincerely,

  
Debby A. Jerrels  
Secretary to John H. Haswell

/daj  
Enclosures

9/21/99 T.B.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JUST RIGHT ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a business corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be: JUST RIGHT ENTERPRISES, INC.

ARTICLE II - DURATION OF EXISTENCE

The corporation shall have perpetual existence unless sooner dissolved according to law. This corporation shall begin existence on the day these Articles of Incorporation are filed with the Secretary of State, State of Florida.

ARTICLE III - PURPOSE AND POWERS

The corporation is organized for any lawful purpose or purposes, and to do any and all lawful acts and things, and to exercise any and all powers conferred by the laws of Florida upon corporations formed under the provisions of Chapter 607, Florida Statutes, 1997, as amended, and which now or hereafter may be authorized by law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is one thousand (1,000) shares, with a par value of \$1.00 per share, all of one class, common, participating voting stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The corporation's principal office, the street address of the initial registered office of this corporation, and the mailing address of the corporation is c/o Chandler, Lang & Haswell, P.A., 211 NE 1st Street, Gainesville, Florida 32601, and the name of the initial registered agent of the corporation at that address is John H. Haswell.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall not have less than one (1) director and the number of directors may be increased or decreased (but not less than one) as provided in the by-

laws. The name and address of the initial director of this corporation are as follows:

Milton P. Ulmer  
701 Dunwoody Chace  
Atlanta, Georgia 30328

#### ARTICLE VII - OFFICERS

This corporation shall have as its officers a President, Vice President, Secretary, and Treasurer, and such other officers as authorized by resolution of the Board of Directors or by the by-laws. The initial officers who shall hold office until the first annual meeting of the shareholders shall be:

President and Treasurer	Milton P. Ulmer 701 Dunwoody Chace Atlanta, Georgia 30328
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Vice President and Secretary	Gale W. Ulmer 701 Dunwoody Chace Atlanta, Georgia 30328
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#### ARTICLE VIII - AMENDMENT AND BY-LAWS

1. Amendments. These Articles of Incorporation may be amended in accordance with §607.1003 Florida Statutes.

2. By-Laws. The By-Laws of the corporation may be adopted, amended or repealed by the Board of Directors. Any by-law adopted by the Board of Directors may be amended or repealed by the shareholders as provided in §607.1020(2) Florida Statutes, and the shareholders may prohibit the Board of Directors from amending or repealing the bylaws, or any particular bylaw provision. The shareholders shall also have the power to adopt bylaws notwithstanding the power of the Board of Directors to do so, and any bylaw so adopted shall prevail over any bylaw adopted by the Board of Directors to the extent of any conflict.

#### ARTICLE IX - INCORPORATOR

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

John H. Haswell  
Chandler, Lang & Haswell, P.A.  
211 NE 1st Street  
Gainesville, Florida 32601

IN WITNESS WHEREOF, the undersigned incorporator has subscribed his name to these Articles of Incorporation on this 13 day of September, 1999.

Signed, sealed, and delivered  
in our presence as witnesses:

Mary C. Chesnut  
Signature of Witness  
MARY C. CHESNUT  
Printed Name of Witness

John H. Haswell (SEAL)  
JOHN H. HASWELL

Leborah A. Jerrels  
Signature of Witness  
Leborah A. Jerrels  
Printed Name of Witness

**STATE OF FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS**

**FILED**  
**99 SEP 16 PM 3:14**  
**DEPARTMENT OF STATE**  
**TALLAHASSEE, FLORIDA**

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

UNDER THE PROVISIONS OF F.S. 607.0501, 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:

**JUST RIGHT ENTERPRISES, INC.**

2. The name and address of the registered agent and office is:

**John H. Haswell  
Chandler, Lang & Haswell, P.A.  
211 NE 1st Street  
Gainesville, Florida 32601**

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 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.

  
\_\_\_\_\_  
John H. Haswell  
Dated: September 13, 1999