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REFERENCE : 514753 8793A

AUTHORIZATION : *Patricia Pizit*

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ORDER DATE : December 14, 1999

ORDER TIME : 12:13 PM

ORDER NO. : 514753-005

CUSTOMER NO: 8793A

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CUSTOMER: Muriel Desloovere, Esq
LANGFORD & HILL, P.A.
LANGFORD & HILL, P.A.
1715 West Cleveland Street

Tampa, FL 33606

DOMESTIC FILING

NAME: RIVER BAYOU CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
99 DEC 14 PM 2:38

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99 DEC 14 PM 12:58
TALLAHASSEE
DIVISION OF CORPORATIONS
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

RIVER BAYOU CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 DEC 14 PM 2:38

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of this Corporation is RIVER BAYOU CORPORATION. The mailing address of this Corporation shall be Post Office Box 3277, Tampa, Florida 33601-3277, or such other address as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$0.01 per share.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1715 West Cleveland Street, Tampa, Florida 33606. The initial registered agent of this Corporation is E.C. Langford.

Article IV - Incorporator

The name and address of the person signing these Articles as the incorporator is:

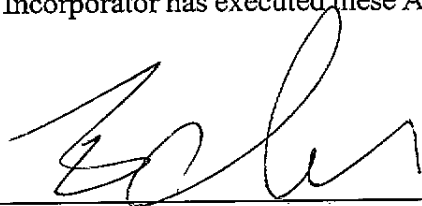
E.C. Langford
Langford & Hill, P.A.
1715 West Cleveland Street
Post Office Box 3277
Tampa, Florida 33601-3277

Article V - Initial Board of Directors

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one. The name and address of the initial Director of this Corporation are:

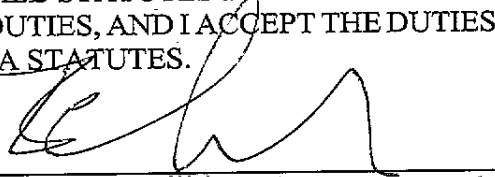
James M. Langford
1715 West Cleveland Street
Tampa, Florida 33606

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 13th day of December 1999.



E.C. LANGFORD

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 FLORIDA STATUTES.



E.C. LANGFORD,
Registered Agent
Date: December 13, 1999

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