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From:
Account Name : ROBERT O. BEASLEY, PA
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**FLORIDA PROFIT CORPORATION OR P.A.
EMPIRE PROPERTY MANAGEMENT SERVICES, INC.**

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ARTICLES OF INCORPORATION

OF

EMPIRE PROPERTY MANAGEMENT SERVICES, INC.

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

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is **EMPIRE PROPERTY MANAGEMENT SERVICES, INC.**, and its principal office is located at **1536 Deer Moss Court, Gulf Breeze, Florida 32563**, and its mailing address is the same.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

Robert O. Beasley, Esq. of
Litvak Beasley & Wilson, LLP
220 West Garden Street
Suite 606, SunTrust Tower
Pensacola, Florida 32502
(850) 432-9818
Florida Bar No.: 0148512

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ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.10 par value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 220 West Garden Street, Suite 606, SunTrust Tower, Pensacola, Florida 32502, and the name of this corporation's initial registered agent is Robert O. Beasley, Esq., of Litvak Beasley & Wilson, LLP.

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Litvak Beasley & Wilson, LLP
220 West Garden Street
Suite 606, SunTrust Tower
Pensacola, FL 32502
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Florida Bar No.: 0148512

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ARTICLE VII
INCORPORATORS

The name and address of the incorporator is **ROBERT TYLER DEAN, 1536 Deer Moss Court, Gulf Breeze, Florida 32563.**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of December, 2003.

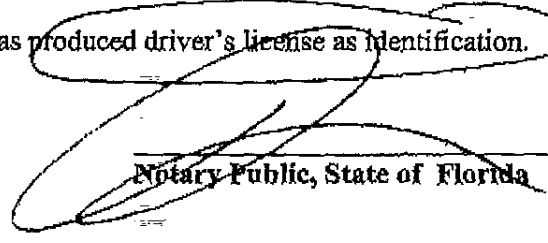


ROBERT TYLER DEAN, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 16 day of December, 2003, by **ROBERT TYLER DEAN**, who personally appeared before me and who is personally known to me or who has produced driver's license as identification.

ROBERT O. BEASLEY
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD134353
EXPIRES 7/16/2006
BONDED THRU 1-888-NOTARY1



Notary Public, State of Florida

(AFFIX OFFICIAL SEAL)

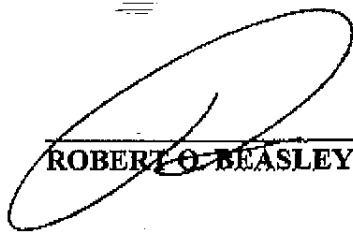
**Robert O. Beasley, Esq. of
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, **ROBERT O. BEASLEY**, am familiar with and hereby accept the appointment as Registered Agent for **EMPIRE PROPERTY MANAGEMENT SERVICES, INC.**, as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 15th day of December, 2003.



ROBERT O. BEASLEY

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