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THOMAS GRADY REED, III, P.A.
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FILED

97 OCT 22 AM 11:41

THOMAS G. REED, III
J. STEVEN FORD

SECRETARY TELEPHONE (850) 432-1100
TALLAHASSEE, FLORIDA FAX (850) 432-3525

October 21, 1997

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

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***131.25 ***131.25

Re: Brendan Investments, Inc.

Dear Sir:

Enclosed are an original and one copy of the Articles of Incorporation and Designation And Acceptance Of Registered Agent. Also enclosed is a check in the amount of \$131.25 for the filing fee, the registered agent fee, the certified copy fee and the certificate fee. Please file the articles upon receipt.

If I have overlooked anything, please let me know.

Very truly yours,



Thomas Grady Reed, III

TGR/

P. Hall

OCT 23 1997

ARTICLES OF INCORPORATION

OF

BRENDAN INVESTMENTS, INC.

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97 OCT 22 AM 11:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation is Brendan Investments, Inc.

ARTICLE II

PRINCIPAL OFFICE: The street address of the principal office and the mailing address of the corporation is 9515-D Holsberry Road, Pensacola, Florida 32534.

ARTICLE III

INITIAL REGISTERED AGENT AND ADDRESS: The name and address of the corporation's initial registered agent is Max Lamar Smith, 9515-D Holsberry Road, Pensacola, Florida 32534.

ARTICLE IV

CAPITAL STOCK: The corporation is authorized to issue 100 shares of \$1.00 par value common stock, all of one class and series.

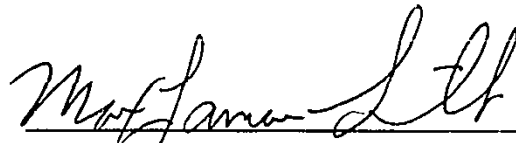
ARTICLE V

INITIAL BOARD OF DIRECTORS: The initial board of directors is composed of Max Lamar Smith, of 9515-D Holsberry Road, Pensacola, Florida 32534, and Vassie Smith, 9515-D Holsberry Road, Pensacola, Florida 32534.

ARTICLE VI

INCORPORATOR: The name and address of the incorporator is Max Lamar Smith, 9515-D Holsberry Road, Pensacola, Florida 32534.

IN WITNESS WHEREOF, the undersigned, acting as incorporator, has executed these Articles of Incorporation this 2nd day of October, 1997.



Max Lamar Smith
Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FILED

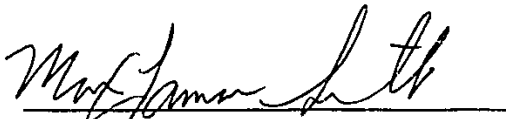
Pursuant to the provisions of F.S. 607.05017, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida.

OCT 22 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is: Brendan Investments, Inc.

2. The name and address of the registered agent and office is: Max Lamar Smith, 9515-D Holsberry Road, Pensacola, Florida 32534.

Having been named as Registered Agent of Brendan Investments, Inc., and having been designated to accept service of process for the corporation at 9515-D Holsberry Road, Pensacola, Florida 32534, I hereby accept the appointment as Registered Agent and agree to act in that 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.



Max Lamar Smith
Registered Agent

Date: Oct 21, 1997