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ORDER DATE : January 6, 1998
ORDER TIME : 9:17 AM
ORDER NO. : 658245-005
CUSTOMER NO: 1299A

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****122.50 ****122.50

CUSTOMER: Harry B. Stackhouse, Esq
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
Suite 800
125 West Romana Street
Pensacola, FL 32501

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 11:27

DOMESTIC FILING

NAME: EOI, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar
EXAMINER'S INITIALS:

RECEIVED
98 JAN -6 AM 10:00
DIVISION OF CORPORATION

of
1/6/98

EFFECTIVE DATE

01/01/98

ARTICLES OF INCORPORATION

OF

EOI Inc. of FL

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The undersigned incorporator, Michael R. Califf, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is EOI Inc. of FL.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 316 Green Acres Road, # 19, Fort Walton Beach, Florida 32547.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not

so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation. The restrictions contained in this Article VI shall not apply at any time that the Corporation has only one shareholder.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be Suite 800, 125 West Romana Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Harry B. Stackhouse.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Michael R. Califf
316 Green Acres Road, # 19
Fort Walton Beach, Florida 32547

ARTICLE IX - INCORPORATOR

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

Michael R. Califf
316 Green Acres Road, # 19
Fort Walton Beach, Florida 32547

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be January 1, 1998. However, in the event that these Articles of Incorporation are not executed on or before

January 1, 1998, then the date of commencement of the Corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 1 day of January, 1998


INCORPORATOR:


Michael R. Califf

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REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of EOI Inc. of FL.
Further, I am familiar with and accept the duties and obligations of such designation.


Harry B. Stackhouse