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Gresham R. Stoneburner, P.A.
Direct telephone: (904) 798-3222

April 3, 1998

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Secretary of State of Florida
Division of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, FL 32314

Re: Landmark Capital Corporation
MWBB File No. 2013004-0001

EFFECTIVE DATE
4-3-98

Dear Sir/Madam:

Please find enclosed original Articles of Incorporation with regard to the above corporation for filing along with our check in the amount of $122.50 to cover the cost. Please certify the enclosed copy of the Articles and return in the enclosed envelope.

If you have any questions, please contact me or my assistant, Donna Spinks, at (904)798-3426.

Sincerely yours,

Gresham Stoneburner

Gresham R. Stoneburner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GRS:dls

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LANDMARK CAPITAL CORPORATION

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

EFFECTIVE DATE
4-3-98

NAME AND ADDRESS

Section 1.1 **Name**. The name of the corporation is Landmark Capital Corporation.

Section 1.2 **Address of Principal Office**. The address of the principal office of the corporation is 50 North Laura Street, Suite 3300, Jacksonville, Florida 32202.

Section 1.3 **Mailing Address**. The mailing address of the corporation is P. O. Box 551125, Jacksonville, Florida 32255.

ARTICLE II

DURATION

Section 2.1 **Duration**. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 **Purposes**. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL

Section 4.1 **Authorized Capital**. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 (One Thousand) shares of voting common stock having a par value of $.01 (one cent) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address**. The street address of the initial registered office of this corporation is 50 North Laura Street, Suite 3300, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Gresham R. Stoneburner.

ARTICLE VI

DIRECTORS

Section 6.1 **Number**. This corporation shall have 1 (one) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Directors**. The name and address of the member of the first board of directors of the corporation is:

NAME	ADDRESS
George A. Bajalia	P. O. Box 551125 Jacksonville, Florida 32255

ARTICLE VII

BYLAWS

Section 7.1 **Bylaws**. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATOR

Section 8.1 **Name and Address**. The name and street address of the incorporator of this corporation are:

NAME	**ADDRESS**
Gresham R. Stoneburner	50 North Laura Street Suite 3300 Jacksonville, Florida 32202

ARTICLE IX

INDEMNIFICATION

Section 9.1 **Indemnification**. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X

AMENDMENT

Section 10.1 **Amendment**. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 3rd day of April, 1998.

Gresham R. Stoneburner, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above 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. I am familiar with and I accept the obligations of a registered agent.

Gresham R. Stoneburner, Registered Agent

Date: April 3rd, 1998

EFFECTIVE DATE
4-3-98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA