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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : STEPHEN R. MOORHEAD, P.A.
Account Number : I19990000132
Phone : (850) 477-0660
Fax Number : (850) 477-1730

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

Chelsea Exchange Services, Inc.

Certificate of Status	0
Certified Copy	0
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EFFECTIVE DATE
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ARTICLES OF INCORPORATION
OF
CHELSEA EXCHANGE 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

The name of this corporation is CHELSEA EXCHANGE SERVICES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment 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.

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ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

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.

ARTICLE VI - PRINCIPAL OFFICE

The street address of this corporation's principal office and its mailing address is 4300 Bayou Blvd., Suite 17E, Pensacola, Florida.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503, and the name of this corporation's initial registered agent is Stephen R. Moorhead.

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The sole director constituting the initial board of directors is Stephen R. Moorhead, whose address is 4300 Bayou Blvd., Suite 13, Pensacola, FL 32503.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Stephen R. Moorhead, 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

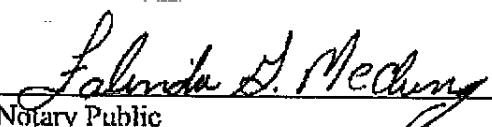
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 25th day of January 2000.


STEPHEN R. MOORHEAD

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared Stephen R. Moorhead to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 25th day of January 2000.


Notary Public

✓ Personally Known
OR
Produced Identification
Type of Identification Produced _____



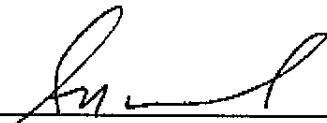
Falinda G. McClung
My Commission CC562412
Expires Feb. 14, 2000

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Stephen R. Moorhead, hereby accept the appointment as registered agent for CHELSEA EXCHANGE SERVICES, INC. as set forth in its articles of incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 25th day of January 2000.



STEPHEN R. MOORHEAD

C:\p\Chelsea Exchange\Articles

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