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ARTICLES OF INCORPORATION OF SUNBELT DESIGN GROUP, INC.

The undersigned subscribers to these articles, each a natural person, competent to contract, hereby form a corporation under the laws of the State of Florida, and under the following articles:

ARTICLE I - NAME

The name of this corporation shall be <u>Sunbelt Design Group</u>, <u>Inc.</u> The address of this corporation is <u>5566 Esperanto Dr. #6</u>, <u>Pensacola</u>, <u>FL 32526</u>.

ARTICLE II - NATURE OF BUSINESS

This corporation shall engage in any activities or business permitted under the laws of the United States or the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of one class denoted common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is <u>5566 Esperanto Dr. #6</u>, <u>Pensacola, FL 32526</u> and the name of the initial registered agent of this corporation at that address is <u>Charles G. Farrington, Jr.</u>

ARTICLE VI - DIRECTORS

The business of the corporation shall be managed and its corporate powers exercised by a board of one or more directors. The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but there shall never be less than one.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The name and post office address of the initial directors and the corporate officers are:

NAME ADDRESS OFFICE

Charles G. Farrington, Jr. 5566 Esperanto Dr. #6 President/Director Pensacola, FL 32526 Secretary/Treasurer

Charles G. Farrington same as above Director

ARTICLE VIII - SUBSCRIBERS

The name and residence address of the subscribers to these articles of incorporation are:

NAME

ADDRESS

Charles G. Farrington, Jr.

5566 Esperanto Dr. #6 Pensacola, FL 32526

ARTICLE IX - PRE-EMPTIVE 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X – RESTRICTIONS ON SALE OF STOCK

The corporation, and subject to the priority of the corporation, the remaining stockholders of the corporation shall have the preference in the purchase of any shares of the capital stock of the corporation and any attempted sale of such shares of stock in violation of this prohibition shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgees, assignees, receivers, trustee in bankruptcy, or any person holding under or in privity with any stockholder desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation stating the terms of the bonafide offer which he has received, and unless the terms of such offer are accepted within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the secretary of the corporation shall mail written notice to all remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such bonafide offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice they shall be deemed to have waived their privilege of purchasing and the stockholders, or the person in privity with him, desiring to sell shall be at liberty to effect a sale upon the terms of such bonafide offer. No stockholder may cause the corporation or the remaining stockholders to waive their privilege of purchasing until such a stockholder has received a bonafide offer for the purchase of such shares. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such bonafide offer.

STATE OF FLORIDA COUNTY OF ESCAMBIA

The forgoing instrument was acknowledged before me this h who acknowledged that said person subscribed to those Articles.

Notary Public

My commission expires

LINDA S. HAYES "Notary Public-State of FL" Comm. Exp. June 22, 2001

Comm. No. CC 657445

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First: That <u>Sunbelt Design Group</u>, <u>Inc.</u> desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of <u>Pensacola</u>, State of <u>Florida</u>, has named <u>Charles G. Farrington</u>, <u>Jr.</u> located at <u>5566 Esperanto Dr. #6</u>, City of <u>Pensacola</u>, County of <u>Escambia</u>, State of <u>Florida</u> as its agent to accept service of process within this State.

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Charles G. Farrington, Jr.

Resident Agent

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