CAPITAL CONNECTION, INC.

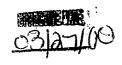
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Five	Flago lending		

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ARTICLES OF INCORPORATION OF FIVE FLAGS LENDING, INC.



ARTICLE 1. NAME

The name of the corporation shall be Five Flags Lending, Inc.

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ARTICLE 2. DURATION

The duration of the corporation shall be perpetual and its existence shall commence on March 27, 2000.

ARTICLE 3. PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE 4. CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 5. PRINCIPAL OFFICE AND MAILING ADDRESS INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The principal place of business and the mailing address of the corporation is 6501 North "W" Street, Pensacola, Florida 32505. The street address of the initial registered office of the corporation is 6501 North "W" Street, Pensacola, Florida 32505 and the initial registered agent at such address is George E. Brown, Jr.

ARTICLE 6. INITIAL BOARD OF DIRECTORS

The corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the Director are:

George E. Brown, Jr., 1297 North Highway 95A, Cantonment, FL 32533 John B. Gurene, 4650 Geneva Drive, Pensacola, FL 32526 Joseph E. Greenblatt, 5605 Grande Lagoon Court, Pensacola, FL 32507 William H. Greenblatt, 1305 Pickens Avenue, FL 32503

ARTICLE 7. INCORPORATOR

The name and address of the incorporator are: George E. Brown, Jr., 1297 North Highway 95A, Cantonment, FL 32533.

ARTICLE 8. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE 9. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of March, 2000.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept the service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to keeping open said office. I am familiar with and accept the obligations of my position as registered agent.

Dated this 27th day of March, 2000.

GEORGE E. BROWN, JR.