

**P0000005/270**  
**MCDONALD, FLEMING, MOORHEAD, FERGUSON, GREEN & SMITH, LLP**  
ATTORNEYS AT LAW

BRUCE McDONALD\*  
EDWARD P. FLEMING  
STEPHEN R. MOORHEAD\*\*  
MICHAEL L. FERGUSON\*\*\*  
WILLIAM J. GREEN  
J. D. SMITH\*  
SUZANNE BLANKENSHIP\*\*\*\*  
PAUL A. WILSON\*\*\*\*

MICHAEL L. FERGUSON  
bgmichaelferguson@dotstar.net  
\*\*\*Brigadier General, U. S. Army (Ret.)  
Also Admitted in District of Columbia

\*Board Certified Business Litigation  
\*\* Board Certified Real Estate  
\*\*\*\*Also Admitted in Alabama

May 18, 2000

**BY FEDERAL EXPRESS**

State of Florida  
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

**EFFECTIVE DATE**  
**5-18-00**  
**000003259790--8**  
**-05/19/00-01096--009**  
**\*\*\*\*122.50 \*\*\*\*\*78.75**

Re: Florida Acquisition Corporation

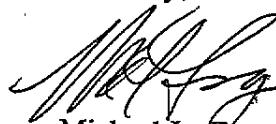
Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Please file these Articles and return a stamped copy to me for my file. Our firm check for \$122.50 is enclosed for your filing fee.

If you have any questions, please feel free to call me.

Sincerely,

  
Michael L. Ferguson

**FILED**  
**00 MAY 19 AM 8:54**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

MLF/sew

Enclosures

c:\wp51\clients\FL Acquisition\fling ltr

PHONE: (850) 477-0660 4300 BAYOU BOULEVARD, SUITE 13, PENSACOLA, FL 32503

FAX: (850) 477-4510

5-25  
WC

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA ACQUISITION CORPORATION**

FILED  
00 MAY 19 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME AND ADDRESS**

**EFFECTIVE DATE**  
**5-18-00**

The name of this corporation is Florida Acquisition Corporation. The principal office/mailling address of the corporation is 997 South Palafox Place, Pensacola, Florida 32501.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence, commencing on the date of execution of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

The general purpose for which the corporation is organized is: any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of this corporation in the State of Florida is 4300 Bayou Boulevard, Suite 13, Pensacola, Florida 32503. The name of the initial registered agent for the corporation at that address is Michael L. Ferguson.

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three (3). The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than (1).

The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Danny McCray	997 South Palafox Place Pensacola, Florida 32501
Alexander Cover	997 South Palafox Place Pensacola, Florida 32501
Joseph Harpole	997 South Palafox Place Pensacola, Florida 32501

## ARTICLE VII - INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Alexander Cover	997 South Palafox Place Pensacola, Florida 32501

## ARTICLE VIII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 18<sup>th</sup> day of May, 2000.

  
ALEXANDER COVER

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared ALEXANDER COVER, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who is personally known to me or who produced N/A as identification, and who acknowledges that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 18<sup>th</sup> day of May, 2000.



Sherry Eileen Ware  
My Commission CC916706  
Expires April 24, 2004

Sherry Eileen Ware

NOTARY PUBLIC

My Commission Expires:

Sherry Eileen Ware

Printed name of notary

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of Florida Acquisition Corporation, which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in the Florida Statutes relative to the acceptance of such position.

Michael L. Ferguson

MICHAEL L. FERGUSON