00 JUN 29 PH 1:19

SLUNETARY OF STATE TALLAHASSEE, FLORIDA

CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 747624 9861A

COST LIMIT : \$ 70.00

ORDER DATE: June 28, 2000

ORDER TIME : 2:20 PM

ORDER NO. : 747624-005

500003308705--2

CUSTOMER NO:

9861A

CUSTOMER: Jeffrey Tomassetti, Esq

A. Jeffrey Tomassetti, Esq

P. O. Box 1443

Fernandina Beac, FL 32035-1443

DOMESTIC FILING

NAME:

CABELL INSURANCE & FINANCIAL

SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT.

EXAMINER'S INITIALS:

FILED 00 JUN 29 PM 1: 19

ARTICLES OF INCORPORATION

OF

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

CABELL INSURANCE & FINANCIAL SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CABELL INSURANCE & FINANCIAL SERVICES, INC.

The address of the principal office of this corporation shall be 11 South 7th Street, Fernandina Beach,

Florida 32034, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 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 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 406 Ash Street, Fernandina Beach, Florida 32034, and the name of the initial registered agent of the corporation at that address is Jeffrey Tomassetti.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

David M. Cabell Dir.

11 South 7th Street
Fernandina Beach, Florida 32034

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 28, 2000.

CORPORATION SERVICE COMPANY

By: X Aught, Laura R. Dunlap

dew

FILED 00 JUN 29 PM 1: 19 SLURETÁRY OF STATE TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

A. Jeffrey Tomassetti an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

CABELL INSURANCE & FINANCIAL SERVICES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes,

By: ______ A. Jeffrey Tomassetti