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FILED

TRANSMITTAL LETTER

00 JUL 12 AM 10: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

SUBJECT: SPANISH MILLS CREEK COMPANIES, INC.

Enclosed is an original and one (1) copy of the Articles of
Incorporation and our check for \$ 78.75.

FROM:

A. JOEL GASTON

6684 Oakcliff Road

Pensacola, FL 32526

ARTICLES OF INCORPORATION

OF
SPANISH MILLS CREEK COMPANIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
SPANISH MILLS CREEK COMPANIES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 6684 Oakcliff Road, Pensacola, FL 32526.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) Shares.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

A. JOEL GASTON

6684 Oakcliff Road

Pensacola, FL 32526

ARTICLE V INCORPORATORS

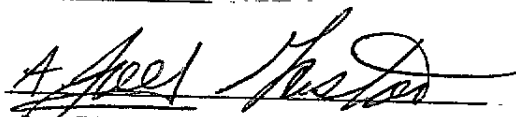
The name and street address of the incorporator to these Articles of
Incorporation is:

A. JOEL GASTON

6684 Oakcliff Road

Pensacola, FL 32526

The undersigned incorporator has executed these Articles of
Incorporation this 11th day of July, 2000


A. JOEL GASTON

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The Name of the corporation is:

SPANISH MILLS CREEK COMPANIES, INC.

2. The name and address of the registered agent and office is:

A. JOEL GASTON

6684 Oakcliff Road

Pensacola, FL 32526

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


A. JOEL GASTON

Date: July 11, 2000