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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 16, 2001

**VIA FEDERAL EXPRESS**

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Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Filing of Articles of Incorporation for Liberty Finance Company

Dear Sir/Madam:

Enclosed please find Articles of Incorporation with copies together with a check made payable to the Florida Department of State in the amount of \$78.75. This amount represents the filing fee for new corporations.

Please process accordingly.

Please do not hesitate to call should you have any questions concerning the foregoing.

Sincerely,

Lillian Clover  
Director of Legal Services  
and Corporate Paralegal

:lc  
Enclosures

Don 2/20/01  
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**ARTICLES OF INCORPORATION**  
**OF**  
**LIBERTY FINANCE COMPANY**

**FILED**  
**01 FEB 19 PM 4: 27**  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**THE UNDERSIGNED** incorporator hereby files these Articles of Incorporation in order to form a corporation (the "Corporation") under the laws of the State of Florida.

**ARTICLE I**

**Name and Duration**

The name of the Corporation shall be Liberty Finance Company. The duration of the Corporation is perpetual.

**ARTICLE II**

**Principal Address**

The address of the principal office of the Corporation in the State of Florida is 5200 South Washington Avenue, Titusville, Florida 32780.

**ARTICLE III**

**Registered Office and Registered Agent**

The street address of the initial registered office of the Corporation shall be 5200 South Washington Avenue, Titusville, Florida 32780. The name of the initial registered agent of the Corporation at that address shall be Ronald W. Anderson.

**ARTICLE IV**

**Corporate Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

## **ARTICLE V**

### **Capital Stock**

The total number of shares of capital stock which the Corporation has the authority to issue is One Thousand (1,000) shares of Common Stock ("Common Stock"), \$.01 par value per share.

## **ARTICLE VI**

### **Incorporator**

The name and mailing address of the incorporator of this Corporation is as follows:

James E. Ernst	5200 S. Washington Avenue
	Titusville, Florida 32780

## **ARTICLE VII**

### **Board of Directors**

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name of the person who shall serve as the sole Director of the Corporation shall be:

James E. Ernst

## **ARTICLE VIII**

### **Amendment**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

## **ARTICLE IX**

### **BYLAWS**


The power to adopt, amend, or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

## **ARTICLE X**

### **Indemnification**

The Corporation shall indemnify any incorporator, officer, or director, or any former incorporator, officer or director, to the full extent permitted by law.

**DATED** at Titusville, Brevard County, Florida this 9<sup>th</sup> day of February, 2001.

  
\_\_\_\_\_  
James E. Ernst, Incorporator

**FILED**

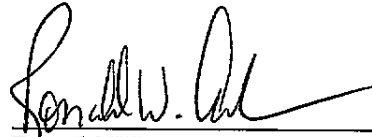
**ACCEPTANCE OF REGISTERED AGENT**

**01 FEB 19 PM 4:27**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been designated registered agent for Liberty Finance Company, a corporation to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

**IN WITNESS WHEREOF**, the undersigned has executed this Acceptance this 9th day of February, 2001.



Ronald W. Anderson, Registered Agent