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PLEASE REPLY TO:  
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TALLAHASSEE OFFICE  
502 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
(850) 425-2444  
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May 14, 2001

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

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-05/16/01--01064--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
01 MAY 16 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RE: Alliance Investment Company  
Our file number: 501-1761

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above referenced cause. I have also enclosed a check in the amount of \$ 78.75 representing the required filing fee.

I would appreciate receiving a certified copy of these Articles after they have been filed.

Should you have any questions, please do not hesitate to contact my office. Thank you.

Sincerely,

AMUNDSEN, MOORE & TORPY

*Richard E. Torpy*

Richard E. Torpy

RET:ecw  
enclosure(s): Articles of Incorporation  
Copy of Articles  
Check number 1034

4✓  
D. WHITE MAY 23 2001

*ARTICLES OF INCORPORATION*  
*OF*  
*ALLIANCE INVESTMENT COMPANY*

**FILED**  
01 MAY 16 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is ALLIANCE INVESTMENT COMPANY.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in any business lawful under the laws of the State of Florida and the United States.

ARTICLE IV

This Corporation is authorized to issue Two Hundred (200) shares of \$1.00 Dollar par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

ARTICLE V

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI

The initial street and mailing address of the principal place of business of the Corporation is Post Office Box 1102, Sharpes, Florida 32959. The address, in Florida, of the initial registered agent of this Corporation is 202 N. Harbor City Blvd, Ste. 300, Melbourne, FL 32935 and the name of the initial registered agent of this Corporation at that address is Richard E. Torpy.

#### ARTICLE VII

The initial Board of Directors shall consist of Two Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The name and address of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

Roger Osburn  
Post Office Box 1102  
Sharpes, FL 32959

Jerry Sinclair  
Post Office Box 1102  
Sharpes, FL 32959

#### ARTICLE VIII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

#### ARTICLE IX

The name and address of the initial incorporator is as follows:

Roger Osburn  
Post Office Box 1102  
Sharpes, FL 32959

#### ARTICLE X

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this \_\_\_\_ day of May, 2001.

  
\_\_\_\_\_  
Roger Osburn, Incorporator

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Richard E. Torpy, Registered Agent

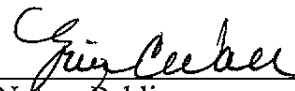
STATE OF FLORIDA  
COUNTY OF BREVARD

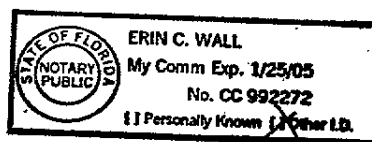
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, ROGER OSBURN, who is personally known to me or produced Florida DL as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 14<sup>th</sup> day of May, 2001.

My Commission Expires:

\_\_\_\_\_

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large



FILED  
01 MAY 16 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA