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1127 NORTH PALAFOX STREET
PENSACOLA, FLORIDA 32501

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September 4, 2001

Secretary of State
Corporations Division
ATTN: Tim Burch
P. O. Box 6327
Tallahassee, FL 32314

FILED
01 SEP -7 AM 11:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: A & C of Northwest Florida, Inc.

Dear Mr. Burch:

Pursuant to your letter of August 23, 2001, I submit revised Articles of Incorporation with new name. I enclose herewith:

1. Original executed Articles of Incorporation.
2. Copy of executed Articles of Incorporation.
3. Copy of your letter of August 23, 2001.

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-08/23/01--01034--011
*****78.75 *****78.75

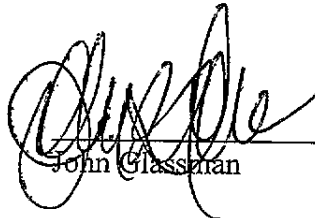
A check in the amount of \$78.75 (\$70.00 filing fee and \$8.75 certified copy fee) was previously forwarded to your office.

After the original Articles of Incorporation have been filed, I would appreciate it if you would return the copy indicating certification.

If you have any further requirements, please advise the undersigned.

Sincerely,

JOHN GLASSMAN, P.A.


John Glassman

JG/ecm

Enclosures

cc: Anthony Yates

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T. Burch SEP 7 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 23, 2001

JOHN GLASSMAN, P.A.
504 NORTH BAYLEN STREET
PENSACOLA, FL 32501

SUBJECT: A & C, INC.
Ref. Number: W01000019716

We have received your document for A & C, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 201A00048359

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
A & C OF NORTHWEST FLORIDA, INC.**

The undersigned Incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be A & C OF NORTHWEST FLORIDA, INC.

ARTICLE II. INITIAL PRINCIPAL OFFICE

The mailing address of the principal office of the Corporation shall be: P.O. Box 486, Bagdad, Florida 32530. The physical address of the corporation shall be: 4609 Forsyth Street, Bagdad, Florida 32530. The Board of Directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 2,000 shares of common stock having no par value. No preemptive rights are to be granted to shareholders.

ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 4609 Forsyth Street, Bagdad, Florida 32530, and the initial registered agent at such address shall be Anthony Yates. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE V. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is Anthony Yates, 4609 Forsyth Street, Bagdad Florida 32530.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The names of the initial Directors of this corporation and their street addresses are as follows:

<u>Name</u>	<u>Address</u>
Cheryl Renfroe Yates	4609 Forsyth Street Bagdad, Florida 32530
Anthony Yates	4609 Forsyth Street Bagdad, Florida 32530
Richard Aaron Wallace	4609 Forsyth Street Bagdad, Florida 32530

ARTICLE VIII. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act, activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IX. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE X. OFFICERS

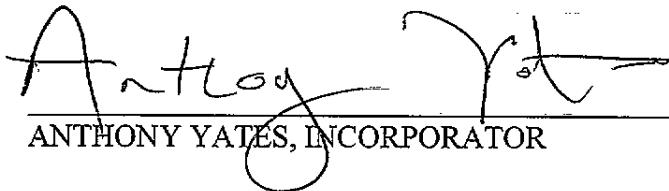
The executive officers of this corporation shall be a president, a vice president, a secretary, and a treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may

be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

ARTICLE XI. AMENDMENT

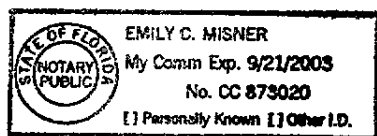
The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes set forth therein.

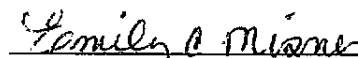

ANTHONY YATES, INCORPORATOR

STATE OF FLORIDA :
COUNTY OF ESCAMBIA:

THE FOREGOING INSTRUMENT was acknowledged before me this 4th day of September, 2001, by Anthony Yates, who has produced _____ as identification, or who is personally known to me.



My commission expires:


NOTARY PUBLIC
Emily C. Misner
(name of officer typed, printed
or stamped)
CC 873020
commission/serial number

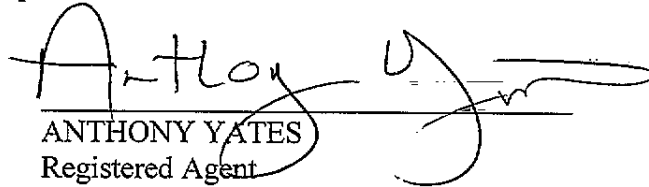
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITH THIS STATE, NAMED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

A & C OF NORTHWEST FLORIDA, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 4609 Forsyth Street, Bagdad, Florida 32530, with Anthony Yates as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ANTHONY YATES
Registered Agent

DATED this the 4th day of September, 2001.

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TALLAHASSEE FLORIDA