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A PROFESSIONAL ASSOCIATION

Of Counsel
RALPH C. DELL STEWART C. EGGERT

WRITER'S EMAIL: jeggert@allendell.com

October 15, 2001

·10/17/01--01015--011 ****78.75 *****78.75

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> McNabb Family Enterprises, Inc. Re:

Gentlemen:

Enclosed for filing are Articles of Incorporation for the above corporation along with a check in the amount of \$78.75 for the filing fee, registered agent designation and certified copy to be returned to the undersigned.

Thank you.

Very truly yours,

Joseph G. Heyck, Jr.

/em

Enclosures

cc:

Gene McNabb

Allen, Dell, Frank & Trinkle, P.A.

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D. Heyck, h./EM

ARTICLES OF INCORPORATION OF MCNABB FAMILY ENTERPRISES, INC.



In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is MCNABB FAMILY ENTERPRISES, INC.

ARTICLE II

The existence of the Corporation shall begin on October 15,2001.

ARTICLE III

The street address of the principal office of the Corporation is 7614 Horse Pond Road, Odessa, Florida 33556.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 7614 Horse Pond Road, Odessa, FL 33556. The initial registered agent for the Corporation at that address is Gene R. McNabb.

ARTICLE VI

The initial board of directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Gene R. McNabb	7614 Horse Pond Road Odessa, FL 33556

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

Gene R. McNabb

7614 Horse Pond Road

Odessa, FL 33556

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on October 15th 2001.

Name: Gene R. McNabb

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MCNABB FAMILY ENTERPRISES, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: Gene R. McNabb

Date: October 15th, 2001.