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REPLY TO: MICHAEL L. FERGUSON  
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November 7, 2001

**P01000107525**

**BY FEDERAL EXPRESS**

State of Florida  
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

~~STATE OF FLORIDA~~  
~~DEPARTMENT OF STATE~~  
~~DIVISION OF CORPORATIONS~~  
~~409 EAST GAINES STREET~~  
~~TALLAHASSEE, FLORIDA 32301~~

Re: Panhandle Outback, Inc.

200004670942--2  
-11/07/01--01059--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75


Dear Madam or Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Please file these Articles and return a certified copy to me for my file. Our firm check for \$78.75 is enclosed for your filing fee.

If you have any questions, please feel free to call me.

Sincerely,

  
Michael L. Ferguson

MLF/sew

Enclosures

FILED  
01 NOV -7 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T. Burch NOV 7 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**PANHANDLE OUTBACK, INC.**

**FILED**  
01 NOV -7 PH 3:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is Panhandle Outback, Inc. The principal office/mailling address of the corporation is 4300 Bayou Boulevard, Suite 13, Pensacola, Florida 32503.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence, commencing on the date of execution of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

The general purpose for which the corporation is organized is: any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of this corporation in the State of Florida is 4300 Bayou Boulevard, Suite 13, Pensacola, Florida 32503. The name of the initial registered agent for the corporation at that address is Michael L. Ferguson.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one (1). The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than (1).

The name and address of the initial director of this corporation are:

NAME

ADDRESS

Pam Barnes

3375 Robinson Point  
Milton, Florida 32583

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are:

NAME

ADDRESS

Michael L. Ferguson

4300 Bayou Boulevard, Suite 13  
Pensacola, Florida 32503

ARTICLE VIII - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6<sup>th</sup> day of November, 2001.


  
\_\_\_\_\_  
MICHAEL L. FERGUSON

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared MICHAEL L. FERGUSON, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who is personally known to me or who produced N/A \_\_\_\_\_ as identification, and who acknowledges that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 6<sup>th</sup> day of November, 2001.

 Sherry Eileen Ware  
My Commission CC916708  
Expires April 24, 2004

Sherry Eileen Ware  
NOTARY PUBLIC  
My Commission Expires: 4/24/04

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of Panhandle Outback, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with and accepts the obligations provided for in the Florida Statutes relative to the acceptance of such position.

  
MICHAEL L. FERGUSON