

**120000031084****Florida Department of State**

Division of Corporations

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**To:**

Division of Corporations

Fax Number : (850) 205-0381

**From:**

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : 120000000257

Phone : (850) 224-8870

Fax Number : (850) 222-1222

**FLORIDA PROFIT CORPORATION OR P.A.****PARKER MORGAN CAPITAL CORPORATION**

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**ARTICLES OF INCORPORATION**  
**OF**  
**PARKER MORGAN CAPITAL CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **PARKER MORGAN CAPITAL CORPORATION**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is **618 Bayou Boulevard, Pensacola, FL 32503.**

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$100.00) per share.

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**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Roger Morgan Sherman, 618 Bayou Boulevard, Pensacola, FL 32503.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

**ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The name and address of each member of the initial Board of Directors of the corporation is Roger Morgan Sherman, 618 Bayou Blvd., Pensacola, FL 32503; David L. Collins, 3460 Sycamore Lane, Gulf Breeze, FL 32563.

The undersigned has executed these Articles of Incorporation this 21st day of March 2002.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Leggett

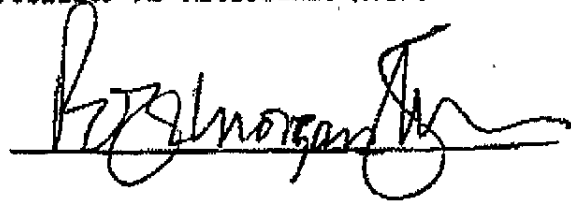
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: PARKER MORGAN Capital Corporation
2. The name and street address of the registered agent and office is: ROGER MORGAN SHERMAN  
618 BAYVIEW BOULEVARD  
PENSACOLA FL 32503

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



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