

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 AUG 29 AM 3:58

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FLORIDA PROFIT CORPORATION OR P.A.

GBMC FINANCIAL, INC.

Certificate of Status	1
Certified Copy	0
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08-29-02

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ARTICLES OF INCORPORATION
OF
GBMC FINANCIAL, INC.

2002
REC. TARRANT STATE
TALLAHASSEE, FLORIDA

2002 AUG 29 AM 3:58

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Article I - Name

The name of this corporation is GBMC Financial, Inc. The initial street address of the principal office and mailing address is 185 Grand Blvd., Ste 100, Sandestin, Florida 32550.

Article II - Duration

This corporation shall exist perpetually, commencing on August 27, 2002.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and Florida.

Article IV - Capital Stock

This corporation is authorized to issue 7500 shares of One Dollar (\$1.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 221 McKenzie Avenue, Panama City, FL 32401 and the name of the initial registered agent of this corporation at that address is Rob Blue, Jr.

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time

PREPARED BY:
ROB BLUE, JR., ESQ.
221 McKenzie Avenue
Panama City, FL 32401
850-769-1414
FLA. BAR #0122450

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to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Keith Howard 185 Grand Blvd., Ste 100
Sandestin, FL 32550

Article VII - Incorporators

The name and address of the person signing these Articles is as follows:

Jo Faucheux P.O. Box 70
Panama City, FL 32402

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders. By-Laws adopted by the Shareholders may be repealed or changed only by the Shareholders. By-Laws adopted by the Board of Directors may be repealed or changed by the Board of Directors or by the Shareholders.

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article X - Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

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IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 29th day of August 2002.

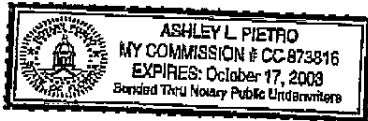
Jo Faucheux
Jo Faucheux

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this ___ day of August 2002, by Jo Faucheux who is personally known to me.

Ashley L. Pietro
Notary Public

(SEAL)



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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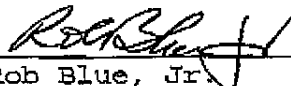
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That GBMC Financial, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Rob Blue, Jr., located at 221 McKenzie Avenue, City of Panama City, County of Bay, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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.



Rob Blue, Jr.
(Registered Agent)

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