

P02000125102

Igler & Dougherty PA

(Requestor's Name)

1501 E Park Ave

(Address)

(Address)

Tallahassee FL 32304

(City/State/Zip/Phone #) 878-2411

PICK-UP WAIT MAIL

Gulf Atlantic Financial Group, Inc.

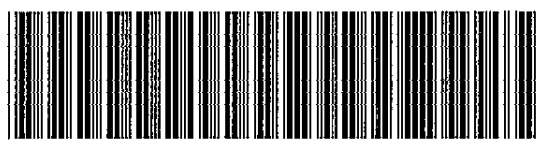
(Business Entity Name)

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11/25/02

ARTICLES OF INCORPORATION

OF

GULF ATLANTIC FINANCIAL GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I. NAME

The name of the corporation is **GULF ATLANTIC FINANCIAL GROUP, INC.** ("Corporation"). The principal place of business of the Corporation shall be 9029 Glen Eagle Way, Tallahassee, Florida 32312. The name of the registered agent is Iglar & Dougherty, P.A., 1501 Park Avenue East, Tallahassee, Florida 32301.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact any and all activities and businesses permitted under the laws of the United States and of the State of Florida or any other state, county, territory or nation. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any time is 1,500,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE IV. TERM OF EXISTENCE

The existence of the Corporation shall be perpetual.

ARTICLE V. NUMBER OF DIRECTORS

The initial directors shall be named by the Incorporator at the Corporation's organizational meeting. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one nor more than fifteen.

ARTICLE VI. TELEPHONE CONFERENCE

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is Herbert D. Haughton, Iglar & Dougherty, P.A., 1501 Park Avenue East, Tallahassee, Florida 32301.

ARTICLE VIII. AMENDMENTS


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, or proposed by the Board of Directors to the stockholders and approved either at a stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or by written consent of all stockholders.

ARTICLE IX. BYLAWS

The initial Bylaws of the Corporation shall be adopted by vote of the Board of Directors of the Corporation. Thereafter, the Bylaws of the Corporation may be amended, modified or repealed as provided by the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of November, 2002.

Signature of Incorporator:



Herbert D. Haughton, Incorporator


STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, personally appeared Herbert D. Haughton, to me personally known and who is the person who subscribed to the foregoing Articles of Incorporation of **GULF ATLANTIC FINANCIAL GROUP, INC.**, and he acknowledged that he did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal on this 21st day of November, 2002.



Melissa E. Green
MY COMMISSION # CC974617 EXPIRES
December 29, 2004
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

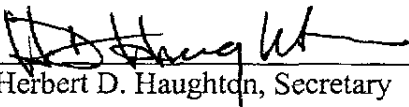
Pursuant to the Provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is GULF ATLANTIC FINANCIAL GROUP, INC.
2. The name and address of the registered agent and office is:

Igler & Dougherty, P.A.
(Name)
1501 Park Avenue East
(Address)
Tallahassee, Florida 32301
(City/State/Zip)

Having 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 the accept the obligations of my position as registered agent.

IGLER & DOUGHERTY, P.A.

By: 
Herbert D. Haughton, Secretary

Date: November 21st 2002

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TALLAHASSEE