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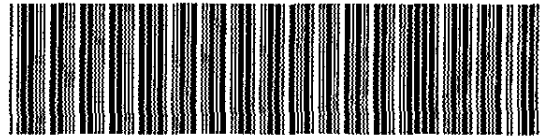
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FILED  
03 FEB 28 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02/24/03--01043--003 \*\*78.75

CB3-3

February 20, 2003

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CBT of Florida, Inc.

Dear Sirs:


Enclosed please find the original and one copy of the Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Please forward all information to my address as follows:

CBT of Florida, Inc.  
Post Office Box 1409  
Newberry, FL 32669

If you have any questions please feel free to call me at (352)-472-4003.

Sincerely,



Gary Carver  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

February 25, 2003

CBT OF FLORIDA, INC.  
P.O. BOX 1409  
NEWBERRY, FL 32669

SUBJECT: CBT OF FLORIDA, INC.  
Ref. Number: W03000005409

We have received your document for CBT OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filing Section

Letter Number: 303A00012100

**ARTICLES OF INCORPORATION  
OF  
CBT OF NORTH FLORIDA, INC.**

**FILED**  
03 FEB 28 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I – Name**

The name of this corporation is CBT of North Florida, Inc.

**Article II – Duration**

This corporation shall exist for a perpetual period.

**Article III – Fiscal Year**

This corporation's fiscal year shall be from January 1, to December 31 of the same year.

**Article IV – Nature of Business**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

**Article V – Capital Stock**

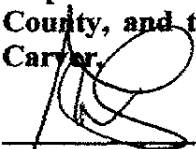
This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per value common stock.

**Article VI – Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro ratio share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VII – Initial Principal and Registered Office and Agent**

The street address of the initial principal office and registered office this corporation is 25125 West Newberry Road, Newberry, Florida 32669, Alachua County, and the name of the initial registered agent of this corporation is Gary Carver.

  
\_\_\_\_\_  
Gary Carver I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF REGISTERED AGENT.

**Article VIII – Initial Board of Directors**

**This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors of this corporation are:**

**Gary Carver  
Post Office Box 1409  
Newberry, FL 32669**

**Donald J. Bielling  
Route 3 Box 164 A  
Lake Butler, FL 32054**

**Article IX – Officers**

**The names and address of the officers of this corporation are as follows:**

**Gary Carver – President  
Post Office Box 1409  
Newberry, FL 32669**

**Donald J. Bielling – Vice-President  
Route 3 Box 1409  
Lake Butler, FL 32054**

**Article X – Incorporators**

**The name and address of the incorporator to these Articles of Incorporation is:**

**Gary Carver, Post Office 1409 Newberry, FL 3269**

**Article XI Bylaws**

**The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.**

**Article XII – Restrictions on Transfer of Stock**

**Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:**

**Gary Carver - 25 shares  
Martha Carver – 25 shares  
Donald J. Bielling – 50 shares**

**Held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such may be offered and sold shall be further specified by written agreement among all of the shareholders and the corporation.**

#### **Article XIII – Cumulative Voting**

**At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among number of such candidates.**

#### **Article XIV – Powers**

**This corporation shall have all of the corporate powers allowed under Florida law.**

#### **Article – XV – Meeting By Conference Telephone**

**Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but, regular meetings of the Board of Directors must be attended in fact in person by each director.**

#### **Article XVI – Indemnification**

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

#### **Article XVII – Special Provisions**

**It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an “S” Corporation.**

#### **Article XVIII – Amendment**

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

**Article XVIV – Dissolution**

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

  
\_\_\_\_\_  
Gary Carver, Incorporator

State of Florida  
County of Alachua

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Gary Carver, known to me and known by me to be the person(s) who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal, in the state and county aforesaid, this 20<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:

