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DIVISION OF CORPORATIONS  
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ALLEN N. JELKS, JR., P.A.

ATTORNEY AND COUNSELOR AT LAW

516 MCKENZIE AVENUE

PANAMA CITY, FLORIDA 32401

TELEPHONE (850) 784-0809

FACSIMILE (850) 784-0806

E-MAIL: ALLENJELKS@YAHOO.COM

September 1, 2005

Corporate Records Bureau  
DEPARTMENT OF STATE  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32399

Re: THE POHLMAN GROUP, INC.

Dear Sir or Madam:

Please find enclosed herewith the original and a copy of proposed Articles of Incorporation for the new corporation to be known as THE POHLMAN GROUP, INC., together with a check in favor of the Secretary of State in the amount of \$78.75 for the following fees:

Filing Fee:	\$35.00
Certified Copy	8.75
Designation of Resident Agent	<u>35.00</u>
	\$ 78.75

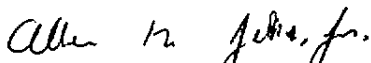
Please note that Article V in the Corporate Charter designates the place of business of the Corporation and the name and address of the Registered Agent.

Your assistance in filing same would be most appreciated; please forward a certified copy of the Articles of Incorporation to me.

Thank you.

Very truly yours,

ALLEN N. JELKS, JR., P.A.

  
Allen N. Jelks, Jr.

Enclosures: As Stated.

cc : Robert L. Pohlman  
Diane C. Hare, CPA

ARTICLES OF INCORPORATION  
OF  
THE POHLMAN GROUP, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned subscriber to these Articles Of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is THE POHLMAN GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - DURATION

This Corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred shares of common stock, each share having the par value of \$10.00 per share.

**ARTICLE V - PRINCIPAL OFFICE ADDRESS  
AND ACCEPTANCE BY REGISTERED AGENT**

The street address of the principal office of this Corporation is: 2629 West 23<sup>rd</sup> Street, Suite 1, Panama City, FL 32405, and the name of the initial registered agent of this Corporation is HARE, HARE & MYERS, P.A., whose address is 2629 West 23<sup>rd</sup> Street, Suite 1, Panama City, FL 32405, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is: 2629 West 23<sup>rd</sup> Street, Suite 1, Panama City, FL 32405.

**ARTICLE VI - BOARD OF DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this Corporation are:

Robert L. Pohlman  
3186 Wood Valley Road  
Panama City, FL 32402

Robert L. Pohlman, Jr.  
2629 W. 23<sup>rd</sup> Street, Suite I  
Panama City, FL 32405

**ARTICLE VII - 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 rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VIII - INCORPORATORS

The name and address of the persons signing these Articles Of Incorporation are:

Robert L. Pohlman  
3186 Wood Valley Road  
Panama City, FL 32402

Robert L. Pohlman, Jr.  
2629 W. 23<sup>rd</sup> Street, Suite I  
Panama City, FL 32405

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles Of Incorporation under the laws of the State of Florida, this 25<sup>th</sup> day of July, 2005.

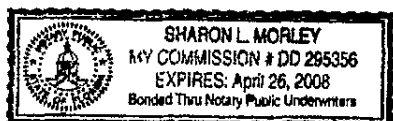
Robert L. Pohlman  
Robert L. Pohlman  
Incorporator

Robert L. Pohlman, Jr.  
Robert L. Pohlman, Jr.  
Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of July, 2005 by Robert L. Pohlman and Robert L. Pohlman, Jr., who:

- ☒ are personally known to me; or
- ☐ produced a current driver's license as identification  
\_\_\_\_\_ (state and number);
- ☐ produced \_\_\_\_\_ as identification.



Sharon L. Morley  
NOTARY PUBLIC Comm. No. DD 295356  
SHARON L. MORLEY  
(Type or Print Name of Notary)  
My Commission Expires: April 26, 2008

ACCEPTANCE BY REGISTERED AGENT

I, Diane C. Hare, as President of HARE, HARE & MYERS, P.A., do hereby accept this designation as the initial Registered Agent for THE POHLMAN GROUP, INC., on behalf of HARE, HARE & MYERS, P.A., and both I and HARE, HARE & MYERS, P.A., are familiar with the obligations and duties of that position as Registered Agent for THE POHLMAN GROUP, INC.

HARE, HARE & MYERS, P.A.  
Registered Agent

By: Diane C. Hare  
Diane C. Hare, President  
(Office)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 SEP -6 PM 3:53

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of July, 2005 by Diane C. Hare on behalf of HARE, HARE & MYERS, P.A., who:

- ☒ is personally known to me; or
- ☐ produced a current driver's license as identification \_\_\_\_\_ (state and number); or
- ☐ produced \_\_\_\_\_ as identification.



Sharon L. Morley  
NOTARY PUBLIC Comm. No. DD 295356  
SHARON L. MORLEY  
(Type or Print Name of Notary)  
My Commission Expires: APRIL 26, 2008