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95 FEB -2 AM 11:12

DIVISION OF CORPORATION

DATE 2/1/95

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

000001896350
-02/02/95--01047--003
****122.50 ****122.50

Re: MCKINNEY & PHILPOT, INC..

Representative;

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fee, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
2/2/95

Robert W. Philpot

Robert Philpot

McKinney & Philpot, Inc.

MCKINNEY & PHILPOT, INC.

ARTICLES OF INCORPORATION
OF
MCKINNEY & PHILPOT, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: **MCKINNEY & PHILPOT, INC.**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions of proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with the laws of the State of Florida.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, share or other interest in, or obligations or, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or in direct obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact and lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by State Laws;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 10,000 shares, having an individual par value of one dollar (\$1.00).

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

James E. Howard
725 N. E. 1st Street
Gainesville, Florida 32601

ARTICLE VI

The initial Board of Directors shall consist of a total of 1 to 7 persons and the name and address of the persons who shall serve as the initial directors are:

Keith McKinney, President
Robert Philpot, Vice President
Robert Philpot, Secretary
Keith McKinney, Treasurer

ARTICLE VII

The address of the principal office of this corporation is:

725 N. E. 1st Street
Gainesville, Florida 32601

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
OF**

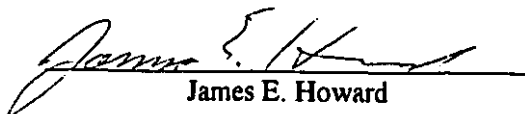
MICKINNEY & PHILPOT, INC.

The above named corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

725 N. E. 1st Street
Gainesville, Florida 32601

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


James E. Howard

ARTICLE VIII

The name and address of the incorporator executing these Articles of incorporation is:

Robert Philpot
2225 S. W. 73rd Terrace
Gainesville, Florida 32607

IN WITNESS WHERE OF, the undersigned incorporator has executed these articles of incorporation this 1st day of Feb, 1995.

Robert Philpot
Robert Philpot
7413-779-67-325-0

STATE OF FLORIDA)

COUNTY OF ALACHUA)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Robert Philpot known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 1st day of FEB, 1995.



KATHLEEN KELLEY
STATE OF FLORIDA
My Comm Exp 8/21/95
BONDED

Kathleen Kelley
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires: 1995