

P95000013766

J. EDWARD HOPKINS

ATTORNEY AT LAW

201 S. BAYLEN SUITE B

PENSACOLA, FLORIDA 32575

February 15, 1995

TELEPHONE:
19041 432-7438

RECEIVED
FEB 16 1995
MAILING ADDRESS
P.O. BOX 12888
TALLAHASSEE, FLORIDA 32310

David E. Mann, Director
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800001409078
-02/17/95--01048--001
****122.50 ****122.50

Re: MAGER INVESTMENT, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, together with Designation and Acceptance of Resident Agent, for the above-referenced corporation. Also, enclosed please find my trust account check in the amount of \$122.50, payable to your order, representing the following fees:

Filing Profit Corporation
Certified Copy
Registered Agent Designation

35.00

52.50

35.00

\$122.50.

EFFECTIVE DATE

2-15-95

Please file the originals of the Articles and Designation, register the corporation, and return the certified copy along with your certificate of registration to me.

If you have any questions or concerns regarding this matter, please do not hesitate to contact me.

Very truly yours,

J. EDWARD HOPKINS

JEH/co

Enclosures

DIRECTOR
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

95 FEB 17 AM 9:24

RECEIVED

FILED
95 FEB 16 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

MAGER INVESTMENT, INC.

EFFECTIVE DATE

ARTICLE I - Name

2-15-95

The name of the corporation is MAGER INVESTMENT, INC.

ARTICLE II - Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles or until such time as it shall be dissolved by law.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all business not unlawful under the laws of the State of Florida or the United States.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares". Any and all such "common shares" shall be one class only.

ARTICLE V - Pre-Emptive Rights

Every share holder upon the sale for cash for 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 thereof at the price at which it is offered to others.

ARTICLE VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the shareholders, but shall never be less than the minimum number of directors required by law. The name and address of the initial directors of this corporation are: RANSOME M. MAGER and SUZANNE M. MAGER of 922 Fairway Drive, Pensacola, Florida 32507.

ARTICLE VII - Incorporators

The name and address of the person signing these Articles is: RANSOME M. MAGER, 922 Fairway Drive, Pensacola, Florida 32507.

ARTICLE VIII - Initial Registered Office, Principal Office and Agent

The street address of the initial registered office and principal office of this corporation is 922 Fairway Drive, Pensacola, Florida 32507, and the name of the initial resident agent of this corporation at that address is RANSOME M. MAGER.

ARTICLE IX - By-Laws

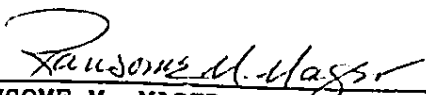
The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors or by majority vote of the shareholders, provided, however, that the Board of Directors shall not have the power to adopt, alter,

amend or repeal by-laws if such action would be inconsistent with any by-laws adopted by the shareholders.

ARTICLE X - Amendment


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

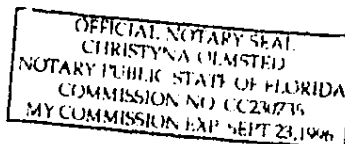
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of February, 1995.


RANSOME M. MAGER
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and subscribed before me this 15th day of February, 1995, by RANSOME M. MAGER, who produced Florida Driver License as identification.

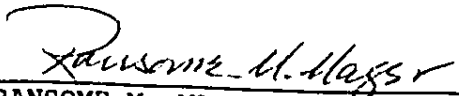

Notary Public - State of Florida



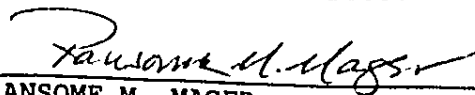
DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
MAGER INVESTMENT, INC.

FILED
95 FEB 16 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, MAGER INVESTMENT, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 922 Fairway Drive, Pensacola, Escambia County, Florida 32507, has named RANSOME M. MAGER located thereat as its registered agent to accept service of process within this state.


RANSOME M. MAGER
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


RANSOME M. MAGER
Registered Agent