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TRANSMITTAL LETTER

FILED  
95 FEB 17 PH 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 14, 1995

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

200001409362  
-02/17/95--01087--006  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: O'Bryan Financial Services, Inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$ 122.50.

John R. O'Bryan  
John R. O'Bryan

P.S. Please send us the certified copy of the filed and stamped copy of the Articles of Incorporation.

From: O'Bryan Financial Services, Inc.  
Name  
1080 Abagail Drive  
Address  
Deltona, Florida 32725  
City State Zip  
( 407 ) 574-7555  
Telephone Number

1080 ABAGAIL DR.  
DELTONA, FL 32725

O'BRYAN FINANCIAL SERVICES, INC.  
JOHN R. O'BRYAN  
PRESIDENT

FAX (407) 574-7555

ACCOUNTING  
TAXES

BOOKKEEPING  
CONSULTING

ARTICLES OF INCORPORATION  
OF  
O'BRYAN FINANCIAL SERVICES, INC.

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ARTICLE I - NAME

The name of this corporation is O'BRYAN FINANCIAL SERVICES, INC., and the principal office or mailing address of the corporation is 1080 Abagail Drive, Deltona, FL 32725.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of 1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1080 Abagail Drive., Deltona, FL 32725, and the name of the initial registered agent of this corporation at that address is John R. O'Bryan.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director nor more than five. The name and address of each member of the initial Board of Directors of the corporation are:

John R. O'Bryan  
1080 Abagail Drive. Deltona, FL 32725

Shirley M. O'Bryan  
1080 Abagail Drive, Deltona, FL 32725

#### ARTICLE VIII - INCORPORATORS

The name and address of each Incorporator signing these articles are:

John R. O'Bryan  
1080 Abagail Drive, Deltona, FL 32725

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment hereto, by a majority vote of the Board of Directors,  
and any right conferred upon the shareholders is subject to this  
reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has  
executed these Articles of Incorporation on the 14<sup>th</sup> day of  
Feb, 1995.

John R. O'Bryan  
John R. O'Bryan

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take  
acknowledgments in the State and County set forth above,  
personally appeared John R. O'Bryan, 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 set my hand and seal in the  
State and County above, this 14<sup>th</sup> day of Feb., 1995.

Marcia M. Chaffin  
Notary Public  
State of Florida at Large  
My Commission Expires: 6-3-98



CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

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TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that O'BRYAN FINANCIAL SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1080 Abagail Drive, has named John R. O'Bryan, located at 1080 Abagail Drive, Deltona, FL 32725, as its agent to accept service of process within Florida.

SECOND, having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED: February 14, 1995

John R. O'Bryan  
John R. O'Bryan  
Registered Agent