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February 9, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

600001406026
-02/14/95 --01088 --006
****122.50 ****122.50

RE: Incorporation of 8 ELK, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Resident Agent and our check for the amount of \$122.50 to cover the cost of filing.

Please file these articles upon receipt and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,

BARRON, REDDING, HUGHES, FITE,
BASSETT & FENSOM, P.A.

Shannon L. Robinson

Shannon L. Robinson, Secretary
to Christine C. Nichols, Esq.

/slr
Enclosure(s)

W95-3453
612

KAN 2-15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 22 PM 2:24



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 15, 1995

SHANNON L. ROBINSON, LEGAL SEC.
P.O. BOX 2467
PANAMA CITY, FL 32402

SUBJECT: 8 ELK, INC.
Ref. Number: W95000003453

We have received your document for 8 ELK, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 095A00006737

ARTICLES OF INCORPORATION
OF

95 FEB 22 PM 2:24

8 ELK, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is 8 Elk, Inc..

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) share of common stock, which shall be designated as "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office in the State of Florida is 2518 Highway 77, Suite B, Lynn Haven, Florida 32444.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office in the State of Florida is 2518 Highway 77, Suite B, Lynn Haven, Florida 32444, and the name of the initial registered agent is Charles M. Weathersby, whose address is 2518 Highway 77, Suite B, Lynn Haven, Florida 32444.

ARTICLE VI - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

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 which it is offered to others.

ARTICLE VIII - TERM OF EXISTENCE

This corporation is to exist perpetually, unless otherwise provided for in any Shareholder's Agreement entered into.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is George Eubank, whose address is 1260 W. Beach Drive, Panama City, Florida 32401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of February, 1995.



George Eubank

STATE OF FLORIDA,
COUNTY OF BAY.

The foregoing instrument was acknowledged before me this 9th
day of February, 1995, by GEORGE EUBANK, who is personally known to
me or who has produced N/A
as identification.

Shannon L. Robinson
Shannon L. Robinson (Name)
NOTARY PUBLIC
Commission # _____
My Commission Expires: _____

Notary Public-State of Florida
Shannon L. Robinson
Commission No. 00400184
Commission Expires 2-11-98

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF

8 ELK, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

DATED this 8TH day of February, 1995.


Charles M. Weathersby
Registered Agent