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(904) 261-6113 Fax (904) 261-9008

**EFFECTIVE DATE**  
March 10, 1995

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 MAR 13 AM 10:20

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

700001428877  
-03/14/95--01071--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Eight Flags, Inc.  
Articles of Incorporation

Dear Sir:

In connection with the captioned incorporation, I am enclosing my Trust Account Check in the amount of \$122.50 along with the original Articles and a copy thereof. Please return a certified copy of these Articles at your earliest convenience.

Thank you for your assistance in this matter.

Yours truly,



Daniel S. Brim

DSB:sak  
Enclosure

KAN 315

95 MAR 13 AM 10:20

**EFFECTIVE DATE**  
3-10-95

**ARTICLES OF INCORPORATION  
OF**

**EIGHT FLAGS, INC.  
A Florida Corporation**

**ARTICLE I.**

The name of this corporation is EIGHT FLAGS, INC., a Florida corporation.

**ARTICLE II.**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, or in any other state in which this corporation may be qualified to do business.

**ARTICLE III.**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to (1) natural persons, (2) estates, or (3) a trust as described in the 26 United States Code Section 1371 defining a "small business corporation". Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

**ARTICLE IV.**

The duration of the corporation is perpetual. The date and time of commencement of corporate existence is 12:01 a.m. on March 10, 1995.

**ARTICLE V.**

The Registered Agent and the street address of the initial Registered shall be:

CECIL ALVIN BENNETT, JR.  
1823 AMELIA AVENUE  
FERNANDINA BEACH, FL. 32034

The Principal Office of this corporation in the State of Florida shall be:

1823 AMELIA AVENUE  
FERNANDINA BEACH, FL. 32034

**ARTICLE VI.**

The corporation shall have two directors initially. The numbers of

directors may be increased or diminished from time to time pursuant to the By-laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VII.

The names and addresses of the initial directors of this corporation are:

CECIL ALVIN BENNETT, JR.  
1823 AMELIA AVENUE  
FERNANDINA BEACH, FL. 32034

MARY L. BENNETT  
1823 AMELIA AVENUE  
FERNANDINA BEACH, FL 32034

#### ARTICLE VIII.

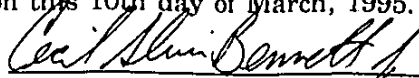
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

CECIL ALVIN BENNETT, JR.  
1823 AMELIA AVENUE  
FERNANDINA BEACH, FL. 32034

#### ARTICLE IX.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

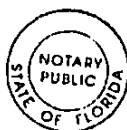
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, on this 10th day of March, 1995.

  
CECIL ALVIN BENNETT, JR.


STATE OF FLORIDA,)

COUNTY OF NASSAU,)

Sworn to and subscribed before me this 10th day of March, 1995, by CECIL ALVIN BENNETT, JR., who is personally known to me or who has produced a driver's license as identification and who did take an oath.



SANDRA A. KRAMER  
My Comm Exp. 9/14/96  
Bonded By Service Inc  
No. CC225900  
Filing Office: 10

  
SANDRA A. KRAMER  
Notary Public, State of FL.  
My Commission Expires: 09/14/96

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501  
OR 617.0501, FLORIDA STATUTES, THE UNDER-SIGNED  
CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the corporation is EIGHT FLAGS, INC. , a Florida corporation.

2. The name and address of the registered agent and office is:

CECIL ALVIN BENNETT, JR.  
1823 AMELIA AVENUE  
FERNANDINA BEACH, FL. 32034

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

EXECUTED this 10th day of March, 1995.

  
CECIL ALVIN BENNETT, JR.  
Registered Agent