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ATTORNEYS AT LAW

NINTH FLOOR  
SUN BANK TOWER  
220 W. GARDEN STREET  
PENSACOLA, FLORIDA

June 27, 1995

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\*BOARD CERTIFIED CIVIL TRIAL LAWYER

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

Re: ABD, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Would you please file the original and provide us with one certified copy of the Articles? We are enclosing a check payable to your order in the amount of \$122.50 in payment of the following items:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agency Designation	<u>35.00</u>

TOTAL \$122.50

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-07/03/95--01046--017  
\*\*\*\*122.50 \*\*\*\*122.50

Thank you for your assistance in this matter and if you have any questions, please do not hesitate to contact me.

Very truly yours,

MOORE, HILL, WESTMORELAND,  
HOOK & BOLTON, P.A.

Judy Lucio  
Judy Lucio,  
Legal Assistant to  
J. Lofton Westmoreland

/jal  
Enclosures

ARTICLES OF INCORPORATION

OF

ABD, INC.

THE UNDERSIGNED, who desire(s) to form a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be ABD, Inc.

ARTICLE II - PURPOSES

The general purposes for which this corporation is organized are:

(1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE VI - CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 1,000 shares, all of which shall be voting common shares with par value of \$1.00 per share.

#### ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation in this State is 220 West Garden Street, Sun Bank Tower, 9th Floor, Pensacola, Florida 32501. The initial registered agent at said registered office is J. Lofton Westmoreland.

#### ARTICLE VI - INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
J. Lofton Westmoreland	220 West Garden Street Sun Bank Tower, 9th Floor Pensacola, Florida 32501

#### ARTICLE VII - BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
J. Lofton Westmoreland	220 West Garden Street Sun Bank Tower, 9th Floor Pensacola, Florida 32501


#### ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

ARTICLE IX - MAILING ADDRESS

The mailing address of the corporation is Post Office Box 1792, 220 West Garden Street, Sun Bank Tower, 9th Floor, Pensacola, Florida 32501.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 27 day of June, 1995.

  
J. LOFTON WESTMORELAND  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1995, by J. Lofton Westmoreland, who is personally known to me or who produced A/I as identification and who did/did not take an oath.

  
NOTARY PUBLIC  
My Commission Expires:

NOTARY PUBLIC  
JUDITH A. LUCIO  
MY COMMISSION # 0039828 EXPIRES:  
JANUARY 27, 1998  
BONDED THRU FARM INSURANCE, INC.



ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of  
ABD, Inc., a Florida corporation, hereby certify that I am familiar with the obligations  
provided for in Florida Statutes Section 607.325 and hereby accept the appointment of  
Registered Agent and hereby accept said obligations.

Dated this 27 day of June, 1995.

  
J. LOFTON WESTMORELAND

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of  
June, 1995, by J. Lofton Westmoreland, who is personally known to me or  
who produced n/a as identification and who did/did not take an oath.

  
NOTARY PUBLIC  
My Commission Expires:



JUDITH A. LUCIO  
MY COMMISSION # CC338628 EXPIRES  
January 27, 1998  
BONDED THRU TRULY FAIR INSURANCE, INC.