

1201 HAYS STREET

TALLAHASSEE, FL 32301

222-9171

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PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000032

REFERENCE : 642602 6221A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : July 17, 1995

ORDER TIME : 10:03 AM

ORDER NO. : 642602

CUSTOMER NO: 6221A

CUSTOMER: Gatha K. Milhorn, Legal Asst
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

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****122.50 ****122.50

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BRD

DOMESTIC FILING

NAME: LONGBOAT FINANCIAL SERVICES
CORP.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

T. BROWN JUL 17 1995

FILED
JUL 17 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED
95 JUL 17 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LONGBOAT FINANCIAL SERVICES CORP.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

LONGBOAT FINANCIAL SERVICES CORP.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 635 S. Orange Avenue, Sarasota, Florida 34236.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 635 S. Orange Avenue, Sarasota, Florida 34236 and the registered agent at such office is Harold L. Libby.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Sylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Harold L. Libby	635 S. Orange Avenue Sarasota, Florida 34236
Marcy N. Libby	635 S. Orange Avenue Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Harold L. Libby 635 S. Orange Avenue
Sarasota, Florida 34236


The undersigned has executed these Articles this 3rd day of July, 1995.


Harold L. Libby

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for Longboat Financial Services Corp. at the place designated in the Articles, 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.

Dated: July 3, 1995


Harold L. Libby
Registered Agent