

**SMITH
SAUER
DEMARIA
& JOHNSON**
ATTORNEYS AT LAW

Kathleen K. DeMaria
Florida Bar Board Certified
Wills, Trusts & Estates
Attorney

Secretary of State
Corporate Records Division
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Re: McGill Enterprises of Northwest Florida, Inc.

Dear Sir/Madam:

Enclosed please find the executed original and a copy of the Articles of Incorporation for the above-referenced corporation, along with my firm's check in the amount of \$70.00 for filing fees.

Please file the original of the enclosed Articles of Incorporation and return a date-stamped copy to the undersigned.

If you have any questions, please do not hesitate to contact my office.

Sincerely,

Kathleen K. DeMaria
Kathleen K. DeMaria

KKD:krs

Enclosures

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-08/14/95--01053--017
*****70.00 *****70.00

**ARTICLES OF INCORPORATION
OF
McGILL ENTERPRISES OF NORTHWEST FLORIDA, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is McGILL ENTERPRISES OF NORTHWEST FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence, commencing on the date of filing with the Department of State.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

(1) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the state of Florida is 6220 Dunlieth Place, Pensacola, Florida 32504. The name of the initial registered agent for the corporation at that address is John B. McGill. The principal office of the corporation shall be 6220 Dunlieth Place, Pensacola, Florida 32504.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

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

<u>NAME</u>	<u>STREET ADDRESS</u>
John B. McGill	6220 Dunlieth Place Pensacola, Florida 32504
Mary D. McGill	6220 Dunlieth Place Pensacola, Florida 32504

ARTICLE VII - INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
John B. McGill	6220 Dunlieth Place Pensacola, Florida 32504
Mary D. McGill	6220 Dunlieth Place Pensacola, Florida 32504

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 11th day of August, 1995.


JOHN B. MCGILL


MARY D. MCGILL


STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared JOHN B. MCGILL and MARY D. MCGILL, known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledge that they subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of August, 1995.




NOTARY PUBLIC
Kathleen K. DeMaria
Printed Name

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of McGill ENTERPRISES OF NORTHWEST FLORIDA, INC., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.325 of the Florida Statutes.



JOHN B. MCGILL

RECEIVED
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STATE OF FLORIDA
TALLAHASSEE