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(904) 784-9000
Fax 763-6787

996000015089

February 7, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/08/96--01010--007
****122.50 ****122.50

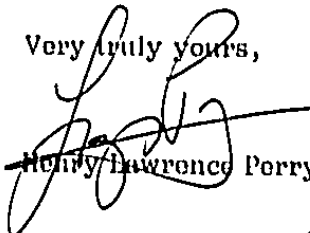
RE: Henry Lawrence Perry

Dear Sir/Madam:

Enclosed is the original and one copy of Articles of Incorporation for the above-named Florida corporation. Also enclosed is a check in the amount of \$122.50 representing payment for the filing of this document.

Thank you for your anticipated cooperation and assistance.

Very truly yours,


Henry Lawrence Perry

HLP/pp

Enclosures

SECRET
TALLAHASSEE, FLORIDA
OFFICE OF THE
CLERK OF THE
SUPREME COURT

W96
06/28
06/2
06/7
32612
00505
1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1996

PITTMAN, MANUEL, THOMPSON & PERRY PA
POST OFFICE BOX 710
PANAMA CITY, FL 32402

SUBJECT: HENRY LAWRENCE PERRY
Ref. Number: W96000003200

We have received your document for HENRY LAWRENCE PERRY and check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 796A00006144

ARTICLES OF INCORPORATION
OF
HENRY LAWRENCE PERRY, P.A.

FILED
FEB 14 1963
SECRETARY OF THE
TALAMON

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is HENRY LAWRENCE PERRY, P.A..

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this corporation shall be attorney at law; however, the corporation shall also have power to do all things that now are or may hereafter be allowed to corporations by the laws of Florida and by the laws of the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred shares of common stock, each share having the par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 314 Magnolia Avenue, Panama City, Florida 32401, and the name of the initial registered agent of this corporation at that address is Pam Perry.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders but shall never be less than one.

ARTICLE VII - INITIAL DIRECTOR

The name of the initial director of this corporation and the initial director's street address are:

Henry Lawrence Perry
314 Magnolia Avenue
Panama City, Florida 32401

The person named as initial director shall hold office for the first year of existence of this corporation or until a successor is elected or appointed and has qualified, whichever occurs first.


ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Henry Lawrence Perry, 314 Magnolia Avenue, Panama City, Florida 32401.

ARTICLE IX - AMENDMENT

The 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 February 6, 1996.


HENRY LAWRENCE PERRY,
Incorporator

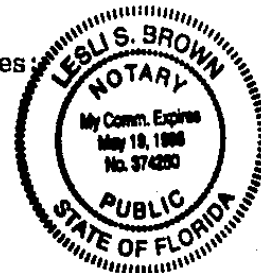
STATE OF FLORIDA

COUNTY OF BAY

BEFORE ME, personally appeared HENRY LAWRENCE PERRY, well known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last named above this 6th day of February, 1996.


NOTARY PUBLIC
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED FOR HENRY LAWRENCE PERRY, P.A.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That HENRY LAWRENCE PERRY, desiring to organize and qualify under the laws of the State of Florida, with its principle place of business at 314 Magnolia Avenue, Panama City, Florida 32401, has named Pam Perry, located at 314 Magnolia Avenue, Panama City, Florida 32401, as its agent to accept service of process within Florida.

Dated this 6th day of February, 1996.


HENRY LAWRENCE PERRY

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
OF HENRY LAWRENCE PERRY, P.A.

The undersigned, having been named to accept service of process for the above-named corporation, at 314 Magnolia Avenue, Panama City, Florida 32401, agrees to act in this capacity and agrees to comply with the provisions of Florida Law relative to keeping the designated office open.

Dated this 6th day of February, 1996.

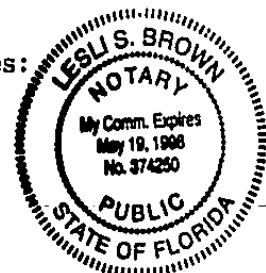

PAM PERRY

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 6th day of February, 1996.


NOTARY PUBLIC

My Commission Expires:



**MINUTES OF ORGANIZATION MEETING
OF BOARD OF DIRECTORS OF
HENRY LAWRENCE PERRY, P.A.**

The Organizational Meeting of the Board of Directors of this Corporation was held on Friday, February 9, 1996, at 4:00 P.M. The initial director named in the Articles of Incorporation was present.

The director waived notice of the meeting, as evidenced by the signature of the director to the Waiver of Notice which was ordered to be placed at the end of these minutes.

Henry Lawrence Perry presided over the meeting as Chairman, and he acted as Secretary of the meeting, taking the minutes of the meeting.

The Articles of Incorporation of this Corporation were filed in the office of the Department of State in Tallahassee, Florida on February 7, 1996.

On motion duly made and carried, a copy of the Articles of Incorporation of this Corporation, duly certified by the Department of State of Florida, was ordered to be inserted in the minute book of this Corporation preceding the minutes of this meeting.

On motion duly made and carried, the following person was duly elected as director of this Corporation to serve as such until the annual meeting of shareholders or until her successor is chosen and qualified:

Henry Lawrence Perry
314 Magnolia Avenue
Panama City, Florida 32401

On motion duly made and carried, a set of Bylaws was duly adopted, and these were ordered to be inserted in the minute book of this Corporation following the certified copy of the Articles of Incorporation and immediately preceding the minutes of this meeting.

On motion duly made and carried, the following person was duly elected as officer of this Corporation to serve as such until the annual meeting of the Board of Directors to be held immediately following the next annual meeting of the shareholders of the Corporation, or until her successor is chosen and qualified:

President-Secretary:

Henry Lawrence Perry
314 Magnolia Avenue
Panama City, Florida 32401

The officer so elected assumed his respective duties.

On motion duly made and carried, the seal presented for consideration by the Secretary was adopted as the corporate seal of this Corporation and a specimen of the seal was ordered to be imposed on the margin of this page adjacent to the record of this motion.

On motion duly made and carried, the form of stock certificate presented for consideration by the Secretary was approved. The Secretary instructed to insert a copy marked "Specimen" in the minute book immediately following the minutes of this meeting and to use this form in issuing certificates of the stock of this Corporation.

On motion duly made and carried, a resolution designating Henry Lawrence Perry as depository for the funds of this Corporation and designating the persons authorized to draw checks on the account at that bank was duly adopted in the form required by the bank. The resolution provided that checks may be signed by Henry Lawrence Perry. A copy of the bank resolution was ordered placed in the minute book immediately following the minutes of this meeting.

On motion duly made and carried, the following resolution was duly adopted:

RESOLVED, that the appropriate officer of the corporation is authorized to offer for sale and issue 100 shares of the common stock of the Corporation for a consideration not less than the par value of the stock as provided for in the Articles of Incorporation.

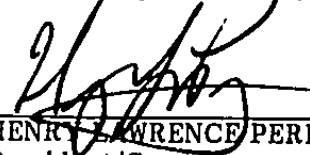
Incidental to the organization of the Corporation, the following resolutions were duly made, seconded and unanimously carried:

RESOLVED that the officer of this Corporation is authorized and directed to pay all reasonable and proper expenses incident to the organization of this Corporation and to reimburse any person making any disbursements for this Corporation.

FURTHER, RESOLVED, that the Secretary or her successor in office is directed to procure all necessary corporate books that may be required by the laws of Florida or otherwise in connection with the business of the Corporation.


There being no further business to come before the meeting, upon motion duly made and carried, the meeting was adjourned at 4:30 P.M.

Respectfully submitted,


HENRY LAWRENCE PERRY
President/Secretary

WAIVER OF NOTICE

The undersigned, being the sole director of Henry Lawrence Perry, named in the Articles of Incorporation, waives notice of the Organizational Meeting of the Board of Directors of this Corporation and consents to the holding of the meeting at 314 Magnolia Avenue, Panama City, Florida 32401, at 4:00 P.M. on February 9, 1996.


HENRY LAWRENCE PERRY
President/Secretary

FILED
66 FEB 14 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FL 32301