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Lozier, Tipton, Tipton & Thames

A Partnership of Professional Associations

Attorneys at Law

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March 20, 1996

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: CEDAR STREET WAREHOUSE, INC.

100001762831
-03/29/96--01068--013
***122.50 ***122.50

Dear Personnel:

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 our check payable to your order in the amount of \$122.50 to cover the filing fee for this incorporation.

Please call our office as soon as the incorporation is completed and provide us with the charter number assigned to this corporation. We look forward to hearing from you soon. Thank you for your consideration.

Sincerely,

Dmc
4/4/96

Lydia Brackett

Lydia Brackett
Legal Assistant to
Daniel R. Lozier

DRL/lb
Enclosures

cc: Mr. Charles A. Emling, III

FILED
96 MAR 29 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CEDAR STREET WAREHOUSE, INC.

FILED
96 MAR 29 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this corporation is Cedar Street Warehouse, Inc., whose principal place of business is 125 W. Romana St., Ste. 222, Tallahassee, Florida 32301.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

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 Business 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 IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of no par value common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office, the

mailing address, and the principal office of the Corporation in this State is 125 W. Romana Street, Suite 222, Pensacola, Florida 32501, and the name of its initial registered agent at such address is Daniel R. Lozier.

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member. The size of the board may be increased or decreased from time to time as prescribed in the bylaws or by applicable law, but never shall the board consist of less than one (1) member. The name(s) and address(es) of the first member(s) of the Board of Directors is(are) as follows:

NAME

ADDRESS

Charles A. Emling III

40 S. Palafox St.
Pensacola, FL 32501

ARTICLE VII - INCORPORATORS

The name and address of the Incorporator is:

NAME

ADDRESS

DANIEL R. LOZIER

125 W. Romana Street
Suite 222
Pensacola, FL 32501

ARTICLE VIII - AMENDMENT

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

IN WITNESS WHEREOF, I have subscribed my name this 28th day of March, 1996.


DANIEL R. LOZIER, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 28th
day of March, 1996, by Daniel R. Lozier, who
is personally known to me or who has produced a driver's license as
identification and has not taken an oath.



OFFICIAL SEAL
LYDIA BRACKETT
My Commission Expires
Aug. 17, 1996
Comm. No. CC 222037

Lydia Brackett
LYDIA BRACKETT, NOTARY PUBLIC
Commission No. CC 222037
My Commission Expires: 8-17-96

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as the Registered
Agent of Cedar Street Warehouse, Inc. a Florida corporation,
hereby certify that I am familiar with the obligations provided for
in Florida Statutes Chapter 607.0505 and hereby accept the
appointment of Registered Agent and hereby accept said obligations.

DATED: 3/28/96

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Daniel R. Lozier
DANIEL R. LOZIER

The foregoing instrument was acknowledged before me this 28th
day of March, 1996, by Daniel R. Lozier, who
is personally known to me or who has produced a driver's license as
identification and has not taken an oath.



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