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James L. Chase & Associates, FALED

ATTORNEYS AND COUNSELORS AT LAW

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18480 Gulf Beach Hwy. Pensacola, FL 92807 904-492-4770

June 5, 1996

Secretary of State
Division of Corporations
The Capitol
Taliahassee, Florida 32301

RE: Brantley of Northwest Florida, Inc.

Dear Sir:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for the above-captioned corporation to be filed with your office. Also enclosed is our check in the amount of \$70.00 which includes a \$35.00 filing fee and the \$35.00 fee for the designation of registered agent.

After filing the Articles of Incorporation, please return a letter of acknowledgement and the copy of the Articles of Incorporation with the filing date stamped thereon.

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

Sincerely,

JAMES L. CHASE

JLC/tbc

Enclosure

cc: Lee Brantley (w/encl.)

PH/1/96

ARTICLES OF INCORPORATION

FILED

OF

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BRANTLEY OF NORTHWEST FLORIDA, INGALLAHASSEE. FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE 1

NAME

The name of this Corporation shall be BRANTLEY OF NORTHWEST FLORIDA, INC.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation are as follows:

PRINCIPAL OFFICE

MAILING ADDRESS

8040 North Palafox Street Pensacola, FL 32534 8040 North Palafox Street Pensacola, FL 32534

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

101 East Government Street Pensacola, Florida 32501 The name of the initial registered agent of this Corporation at that address shall

James L. Chase

be:

ARTICLE VII

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII

INCORPORATOR

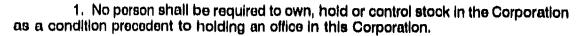
The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Percy Lee Brantley 8040 North Palafox Street Pensacola, FL 32534

ARTICLE IX

SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.



- 2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.
- 3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

PERCY LEE BRANTLEY, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

	The	foregoing	instrumen	t was	sworn	to	and	subscribed	before	me d	on this
P	day of	man	, 1996,	'by PE	RCY LE	EE	BRAN	ITLEY, who p	ersonal	ly apr	peared
before	me.	0	,	-				•		.,	



NOTARY PUB	rio.	<u> </u>	
Vickie	٧.	CAIN	
(typed or print	tedina	me)	

My Commission Expires: ユースースのの

My Commission No.: <u>CC 514786</u>

Personally known; or [] Produced identification

Type of identification produced:



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OF

DESIGNATION AND ACCEPTANCE

96 JUN -6 PH 4: 06

REGISTERED AGENT

SEURE TARY OF STATE TALLAHASSEE. FLORIDA

OF

BRANTLEY OF NORTHWEST FLORIDA, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, BRANTLEY OF NORTHWEST FLORIDA, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 101 East Government Street, Pensacola, Florida, has named James L. Chase located thereat as its registered agent to accept service of process within this state.

PERCY LEE BRANTLEY, incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

27.

JAMES L. CHASE, Resid. + Agent