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Henry R. Barksdale, Attorney at Law

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September 4, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/06/96--01063--012
*****70.00 *****70.00

RE: BARKSDALE & ASSOCIATES, P.A.

Dear Sir/Madam:

Enclosed please find an original and one copy of the proposed corporation, BARKSDALE & ASSOCIATES, P.A. It would be appreciated if you would file this in your office as a Florida Corporation, and furnish me a certified copy. I am also enclosing a check payable to your order for Seventy (\$70.00) Dollars for payment of fees and costs.

Your kind attention is appreciated.

Yours very truly,



Henry R. Barksdale

HRB:gh

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP -6 PM 4:22

FILED

SEP 10 1996

ARTICLES OF INCORPORATION
OF
BARKSDALE AND ASSOCIATES, P. A.
ALLA SSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a professional corporation for profit under the provisions of Chapter 608, Florida Statutes, as amended by Chapter 621, Florida Statutes, "The Professional Service Corporation Act" of the State of Florida, and pursuant to the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be: BARKSDALE AND ASSOCIATES, P. A.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be and is to engage in every aspect of the general practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents, and employees who are duly authorized and licensed to practice law in the State of Florida.

This corporation shall not engage in any business other than the practice of law. However, this corporation may invest its funds in real estate, mortgages, stocks, bonds, and other types of investments, and may own real estate and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III

STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be five hundred (500) shares having a par value of One Dollar (\$1.00) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and non-assessable. The stockholders shall have no pre-emptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock. Shares of the corporation's stock and certificates therefore shall be issued only to attorneys at law authorized and licensed to practice law in the State of Florida.

ARTICLE IV

AMOUNT OF CAPITAL

The amount of capital with which this corporation shall begin business shall be and is the sum of Five Hundred Dollars (\$500).

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: Post Office Box 7027, Milton, Florida 32570.

ARTICLE VII

DIRECTORS

The number of directors of this corporation shall be not less than one (1) nor more than three (3).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the by-laws and these articles of incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

HENRY R. BARKSDALE, 5288 SHORT TRAIL, MILTON, FLORIDA 32583.

ARTICLE IX

SUBSCRIBERS

The name and post office address of each subscriber of these articles of incorporation are as follows:

HENRY R. BARKSDALE, 5288 SHORT TRAIL, MILTON, FLORIDA 32583. The subscribers certify that the proceeds of the stock subscribed for will not be less than the amount of capital with which the corporation shall begin business, as set forth in Article IV hereinbefore.

ARTICLE X

STOCK OWNERSHIP

The stock of this corporation may be issued, owns and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of

Florida.

ARTICLE XI

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the by-laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the by-laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

2. The corporation shall have such officers as may from time to time be provided in the by-laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the by-laws or as may be determined from time to time by the Board of Directors subject to the by-laws.

3. No contract or other transaction between the corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such

contract, act or transaction or in any way connected with such person, firm, association or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

DESIGNATION OF RESIDENT AGENT

That HENRY R. BARKSDALE, located at: 5288 Short Trail, Milton, Florida 32583, is hereby named Registered Resident Agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true, all this on the 30th day of August, 1996.

 (SEAL)
HENRY R. BARKSDALE

STATE OF FLORIDA)
COUNTY OF SANTA ROSA)

BEFORE ME, the undersigned authority, personally appeared, HENRY R. BARKSDALE, who is personally known to me or who produced the following as identification, Florida Driver's Licenses, _____, and Personally, and known to me to be the person described as subscriber and incorporator in and who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that he subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 30th day August, 1996.

Lisa Griffith
NOTARY PUBLIC, State of Florida

My Commission Expires:



LISA GRIFFIS
MY COMMISSION # 00455285 EXPIRES
April 25, 1999
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for BARKSDALE AND ASSOCIATES, P. A., 5288 Short Trail, Milton, Florida 32583, at the place designated herein, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

[Signature]
REGISTERED RESIDENT AGENT

FILED
96 SEP 15 PM 4:21
CLERK OF STATE
TALLAHASSEE, FLORIDA