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TRAMMELL & RATZLAFF

ATTORNEYS AT LAW

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MARIANNA, FLORIDA 32440

ROBERT D. TRAMMELL
JOHN A. RATZLAFF*

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CERTIFIED LEGAL ASSISTANT

*ALSO ADMITTED IN MISSISSIPPI

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September 25, 1996

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

300001957773
-09/26/96--01048--017
****122.50 ****122.50

Re: ARTICLES OF INCORPORATION
NATIONAL BENEFITS, INC.

To Whom It May Concern:

I have enclosed for filing an original and one copy of Articles of Incorporation for the above corporation. Also, I have enclosed our check in the sum of \$122.50 to cover the following costs:

| | |
|------------------------------------|------------------------|
| 1. Filing Fee | \$ 35.00 |
| 2. Certified Copies of Articles | 52.50 |
| 3. Designation of Registered Agent | <u>35.00</u> |
| TOTAL | <u>\$122.50</u> |

FILED
96 SEP 26 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Your usual prompt attention to this matter will be appreciated.

Sincerely yours,

Robert D. Trammell

Robert D. Trammell

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Encls.

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'SEP 27 1996'

BSB

ARTICLES OF INCORPORATION
OF
NATIONAL BENEFITS, INC.

FILED
96 SEP 26 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of the corporation shall be: **NATIONAL BENEFITS, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of this corporation shall be 1307 Paul Russell Road, Suite 3, Tallahassee, Florida 32301, and the mailing address of this corporation shall be 1307 Paul Russell Road, Suite 3, Tallahassee, Florida 32301.

ARTICLE III

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares, having a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are:
BILL BOLTON, 1307 PAUL RUSSELL ROAD, SUITE 3, TALLAHASSEE, FLORIDA
32301.

ARTICLE V

INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation are: **BILL BOLTON, 1307 PAUL RUSSELL ROAD, SUITE 3, TALLAHASSEE, FLORIDA 32301, AND ROBERT D. TRAMMELL, 4638 BALKS DRIVE, MARIANNA, FLORIDA 32446.**

The undersigned have executed these Articles of Incorporation on this 25th day of September, 1996.


BILL BOLTON


ROBERT D. TRAMMELL

FILED
96 SEP 26 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is:

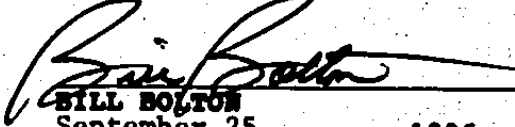
NATIONAL BENEFITS, INC.

2. The name and address of the registered agent and office are:

BILL BOLTON
1307 PAUL RUSSELL ROAD, SUITE 3
TALLAHASSEE, FLORIDA 32301


BILL BOLTON
President
September 25, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


BILL BOLTON
September 25, 1996