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WELLS, BROWN & BRADY, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

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PENSACOLA, FLORIDA 32501

(904) 432-7646

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GERALD L. BROWN
THOMAS M. BRADY
DONALD A. ROARK

REPLY TO:
POST OFFICE BOX 18884
PENSACOLA, FL 32573-2884

GORDON W. WELLS
RETIRED

September 25, 1996

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

100001958961
-09/27/96--01039--014
****122.50 ****122.50

Re: 401 WEST GARDEN, INC.

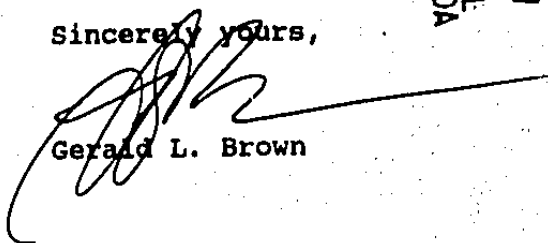
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of 401 WEST GARDEN, INC. Our firm check in the sum of \$122.50 is enclosed to cover the following costs:

| | |
|----------------------|--------------|
| Filing Fee | \$ 35.00 |
| Certified Copy Fee | 52.50 |
| Registered Agent Fee | <u>35.00</u> |
| total | \$122.50 |

If you have any questions, please give me a call.

Sincerely yours,


Gerald L. Brown

GLB:ls1

Enclosure

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96 SEP 26 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESLER SEP 30 1996

ARTICLES OF INCORPORATION
OF

401 WEST GARDEN, INC.

ARTICLE ONE - NAME

The name of the corporation is 401 WEST GARDEN, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 125 S. Alcaniz Street, Pensacola, Florida 32501 and the name of the initial registered agent of this corporation at that address is John S. Carr.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from

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TALLAHASSEE, FLORIDA

time to time by the By-Laws but shall never be less than one (1).

The name and address of the initial directors of this corporation are:

NAME

ADDRESS

John S. Carr

125 S. Alcaniz
Pensacola, Florida 32501

Eric J. Nickelsen

c/o Barnett Bank
100 West Garden Street
Pensacola, Florida 32501

Neal Nash

c/o Martines
6565 North "W" Street
Suite 260
Pensacola, Florida 32505

Carter B. Quina

400 W. Romana Street
Pensacola, Florida 32501

ARTICLE EIGHT - INCORPORATOR

The name and address of the person signing these Articles is
John S. Carr, 125 S. Alcaniz, Pensacola, Florida 32501.

ARTICLE NINE - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE TEN - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 25TH day of September, 1996.


John S. Carr, Subscriber

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this
25th day of September, 1996 by John G. Carr, who is personally
known to me and who did not take an oath.

Linda S. Lewis (SEAL)

LINDA S. LEWIS
"Notary Public-State of Florida"
My Commission Expires Dec. 7, 1997
CC327430

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

401 WEST GARDEN, INC.

In pursuance of Chapter 48.091, Florida Statute
following is submitted, in compliance with said Act:

First--that 401 WEST GARDEN, INC. desiring to organize under
the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at City of Pensacola,
County of Escambia, State of Florida has named John S. Carr located
at 125 S. Alcaniz Street, City of Pensacola, County of Escambia,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.


John S. Carr, Registered Agent

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