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**MCDONALD, FLEMING, MOORHEAD & FERGUSON**

Attorneys at Law

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Pensacola, Florida 32503-1009

A Partnership of Professional Associations

Edward P. Fleming

Teletype (904) 477-0660  
Telephone (904) 477-4510

October 15, 1996

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

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-11/05/96--01177--008  
\*\*\*\*122.50 \*\*\*\*122.50

EFFECTIVE DATE  
10-25-96

RE: PHILIP SMART, INC.

Dear Sir:

Enclosed please find Articles of Incorporation of PHILIP SMART, INC., and Acceptance of Appointment of Registered Agent. Also, please find our check for \$122.50 to cover the filing fee for a profit corporation, and registered agent designation.

If you should have any problems or concerns, please do not hesitate to contact me.

Sincerely,



Edward P. Fleming

EPF/psh

Enclosures

FILED  
96 NOV -5 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. 0123000 NOV 6 1996

# ARTICLES OF INCORPORATION

OF

PHILIP SMART, INC.

EFFECTIVE DATE  
10-25-96

FILED  
96 NOV -5 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

## ARTICLE I

### NAME AND MAILING ADDRESS

The name of this corporation is PHILIP SMART, INC., and the corporate mailing address is 4300 Bayou Boulevard, Suites 12 & 13, Pensacola, Florida 32503.

## ARTICLE II

### DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgement of these Articles of Incorporation.

## ARTICLE III

### PURPOSE

The purpose of this corporation is to engage in and to transact any business for which corporations may be incorporated under the Florida General Corporation Act and to engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, all of one class and series.

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale 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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 4300 Bayou Boulevard, Suites 12 & 13, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Edward P. Fleming.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the incorporator is:

Edward P. Fleming  
4300 Bayou Boulevard, Suites 12 & 13  
Post Office Box 30009  
Pensacola, Florida 32503-1009

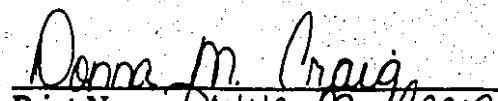
IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation this 25 day of October, 1996.

  
Edward P. Fleming, Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Before me the undersigned authority in and for said State and County  
personally appeared Edward P. Fleming, personally known to me to be the person  
described in, and who took an oath and freely and voluntarily subscribed the foregoing  
Articles of Incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the  
State and County aforesaid this 25<sup>th</sup> day of October, 1996.

  
Print Name DONNA M. CRAIG  
Notary Public, State of Florida  
My Commission Expires: 10-4-98



DONNA M. CRAIG  
My Comm Exp. 10/04/98  
Bonded By Service Ins  
No CC408418  
(1) Previously Known (1) Other I. D.

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Edward P. Fleming, accept the appointment as Registered Agent for PHILIP SMART, INC., as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal  
this 25<sup>th</sup> day of October, 1996.

  
Edward P. Fleming

FILED  
96 NOV -5 AM 9:53  
CLERK OF STATE  
TALLAHASSEE, FLORIDA