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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 20 PM 4:43

December 10, 1996

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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: Articles of Incorporation of Quest Corporation of Northwest Florida

Dear Sir/Madam:

I have enclosed for filing the original and one copy of the Articles of Incorporation of Quest Corporation of Northwest Florida. I have also enclosed a check payable to the Secretary of State for the following:

Fee for filing Articles of Incorporation \$35.00

Fee for naming Registered Agent 35.00

**TOTAL \$70.00**

Please file the Articles of Incorporation and return a copy to me at the above address. If there are any problems, please do not hesitate to call. Your assistance and cooperation is appreciated.

Sincerely,



Lonnie L. Simmons

LLS\kbb

Enclosures

3  
12/27

**ARTICLES OF INCORPORATION**  
**OF**  
**QUEST CORPORATION OF NORTHWEST FLORIDA**

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We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation is QUEST CORPORATION OF NORTHWEST FLORIDA.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing on the 1st day of January, 1997.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to transact any or all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 2,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without 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 the initial registered office and the principal place of business of this Corporation is 7 Pine Tree Drive, Gulf Breeze, Florida 32561 and the name of the initial registered agent of this Corporation at that address is Peter H. von Wahlde.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Peter H. von Wahlde  
7 Pine Tree Drive  
Gulf Breeze, FL 32561

#### **ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator signing these articles is Peter H. von Wahlde, 7 Pine Tree Drive, Gulf Breeze, Florida 32561.

## ARTICLE IX - INDEMNIFICATION

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

## ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this the 13<sup>th</sup> day of December, 1996.

Peter H. von Wahlde  
PETER H. VON WAHLDE -  
Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and subscribed to me this 13<sup>th</sup> day of December, 1996, by PETER H. VON WAHLDE, who is personally known to me, or who has produced personally known to me as identification and who did take an oath.



Laura L. DeLoach  
Print Name: Laura L. DeLoach  
Notary Public, State of Florida  
My Commission Expires: 5/10/97

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that QUEST CORPORATION OF NORTHWEST FLORIDA desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7 Pine Tree Drive, Gulf Breeze, Florida 32561 has named Peter H. von Wahlde at 7 Pine Tree Drive, Gulf Breeze, Florida 32561, as its agent to accept service of process within Florida.

DATED: 12-13-96

Peter H. von Wahlde  
PETER H. VON WAHLDE - Director

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Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Peter H. von Wahlde  
PETER H. VON WAHLDE -  
Registered Agent