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May 22, 1997

Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
5-22-97

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Dear Sir or Madam:

Enclosed for filing with the Secretary of State are duplicate Articles of Incorporation for Insmark Services Inc. I have enclosed a check in the amount of \$122.50 to cover the filing fee. Please return a certified copy to me.

If you have any questions, please call.

Sincerely,



Stacy L. Watson

FILED
97 MAY 23 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 27 1997

ARTICLES OF INCORPORATION

FILED

97 MAY 23 AM 8:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-22-97

OF

Insmark Services Inc.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND ADDRESS

Section 1.1 **Name**. The name of the corporation is Insmark Services Inc.

Section 1.2 **Address of Principal Office**. The address of the principal office of the corporation is 1205 Beaumont Street, Jacksonville, Florida 32259.

Section 1.3 **Mailing Address**. The mailing address of the corporation is 1205 Beaumont Street, Jacksonville, Florida 32259.

ARTICLE II

DURATION

Section 2.1 **Duration**. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days, after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 **Purposes**. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL

Section 4.1 **Authorized Capital**. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address**. The street address of the initial registered office of this corporation is 2750 Barnett Center, 50 N. Laura Street, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Stacy L. Watson.

ARTICLE VI

DIRECTORS

Section 6.1 **Number**. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Directors**. The name and address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
E. Lynn Watson	1205 Beaumont Street, Jacksonville, Florida 32259
Nancy R. Watson	1205 Beaumont Street, Jacksonville, Florida 32259

ARTICLE VII

BYLAWS

Section 7.1 **Bylaws**. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATOR

Section 8.1 **Name and Address**. The name and street address of the incorporator of this corporation are:

NAME

Stacy L. Watson

ADDRESS

2750 Barnett Center, 50 N. Laura Street,
Jacksonville, Florida 32202

ARTICLE IX

INDEMNIFICATION

Section 9.1 **Indemnification**. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X

AMENDMENT

Section 10.1 **Amendment**. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 22nd day of May, 1997.

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ACCEPTANCE BY REGISTERED AGENT

FILED

97 MAY 23 AM 8:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

_____

Date: May 22, 1997