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June 12, 1997

Secretary of State
Corporate Records Division
Tallahassee, FL 32304

RE: Algood Financial Services, Inc.

Dear Sirs:

Enclosed herewith please find a check to cover the following:

Filing Fee \$35.00

Resident Agent
Designation \$35.00
\$ 70.00

500002213325--5
-06/16/97--01138--018
*****70.00 *****70.00

Also enclosed please find an original and one copy of the Articles of Incorporation.

Very truly yours,


STANLEY M. MILLER, P.A.

SMM:ker
Enclosures

JUN 18 1997

FILED
97 JUN 16 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ALGOOD FINANCIAL SERVICES, INC.**

FILED
97 JUN 16 AM 10: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ALGOOD FINANCIAL SERVICES, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue FIVE THOUSAND (5,000) shares of \$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 - CORPORATION PRINCIPAL OFFICE AND INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office and the principal office of this corporation are the same and is 1425 Pinehurst Road, Dunedin, FL 34698, and the name of the initial registered agent of this corporation at that address is John Gregory Algood.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial board of directors is one, whose name and address is:

John Gregory Algood
1425 Pinehurst Road
Dunedin, FL 34698

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation are:

John Gregory Algood
1425 Pinehurst Road
Dunedin, FL 34698

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

John Gregory Algood
1425 Pinehurst Road
Dunedin, FL 34698

ARTICLE X - INDEMNIFICATION

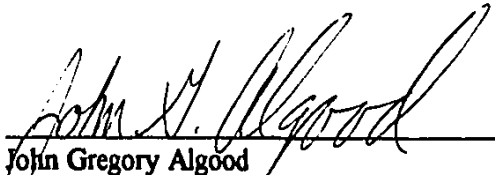
The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, 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 the date of signing.

Dated: 6-11-97



John Gregory Algood
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared John Gregory Algood, known to be and known to me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed the same and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County last aforesaid, this 11th day of June, 1997.

NOTARY PUBLIC:

Sign *Stanley Miller*
STANLEY MILLER
My Commission CC406314
Expires Nov. 14, 1998
Bonded by HAI
800-422-1555

(Seal)

My Commission Expires:
Commission Number:

Personally Known ☒ or
Type of Identification Produced _____

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

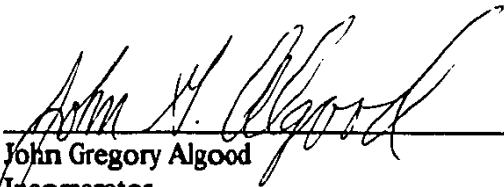
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First, that ALGOOD FINANCIAL SERVICES, INC.

Desiring to organize or qualify under the laws of the State of Florida, has named John Gregory Algood, located at 1425 Pinehurst Road, Dunedin, FL 34698, as its agent to accept service of process within Florida.

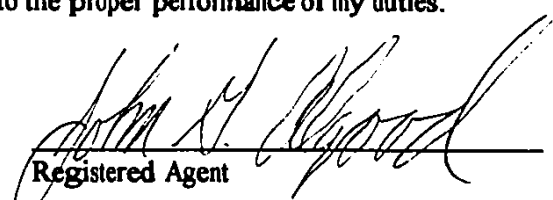
Dated: 6-11-97


John Gregory Algood
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles, 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.

Dated: 6-11-97


Registered Agent