

Sturgen Accounting, Inc.
2253 Country Place Circle
Pensacola, Florida 32534-9501
(904) 968-4194

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

P97000063774

July 22, 1997

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-07/24/97--01048--007
*****122.50 *****122.50

Re: Two-G's of Pensacola, Inc.

Dear Sir,

Enclosed, please find an original and one copy of the articles of incorporation for the above named corporation. Please apply our check for \$122.50 for the required filing fees.

From: William M. Sturgen Jr., Incorporator
2253 Country Place Circle
Pensacola, Florida 32534

If you have any questions regarding this matter, please call me at (850) 968-4194.

Sincerely,

William M. Sturgen Jr.

William M. Sturgen Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
TWO-G's of PENSACOLA, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I Name

The name of the corporation shall be:

Two-G's of Pensacola, Inc.

The principle place of business of this corporation shall be:

600 S. Barracks Street, Suite #108
Pensacola, Florida 32501

Article II Nature of Business

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country or nation.

Article III Capital Stock

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV Term of Existence

This corporation is to exist perpetually.

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TALLAHASSEE, FLORIDA

Article V Initial Registered Agent and Address

The name and address of the initial registered agent is:

Albert R. George
4227 Sandy Bluff Drive
Pensacola, Florida 32561

Article VI Directors

This corporation shall have one (1) Director initially. The name and address of the initial members of the Board of Director is:

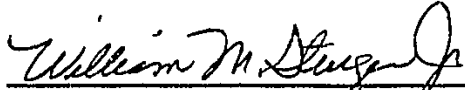
Albert R. George, 4227 Sandy Bluff Drive, Gulf Breeze, Florida 32561

Article VII Incorporator

The name and address of the incorporator to these Articles of Incorporation is:

William M. Sturgen Jr.
2253 Country Place Circle
Pensacola, Florida 32534-9501

The undersigned has executed these Articles of Incorporation this 22 th day of July, 1997.


William M. Sturgen Jr., Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Two-G's of Pensacola, Inc.

2. The name and address of the registered agent and office is:

Albert R. George
4227 Sandy Bluff Drive
Gulf Breeze, Florida 32561

HAVING BEEN NAMED AS REGISTERED AGENT, AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNED: Albert R. George

DATE: July 22, 1997

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