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David L. Halsey
2735 Dahlonoga Dr.
Jacksonville, FL 32224

October 23, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida, 32304

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122.50122.50

Gentlemen:

I wish to form a Florida Corporation. I respectfully submit the enclosed Articles of Incorporation along with my Money Order/Cashier's Check in the amount of \$ 122.50 to cover the cost of incorporation.

If you require any additional information, please contact me at the above address.

Sincerely;

David L. Halsey
David L. Halsey
(904) 223-3570

FILED
97 OCT 24 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Articles of Incorporation

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: Prime Atlantic, Inc.

ARTICLE II

The corporation shall have perpetual existence unless sooner dissolved as be directed by law.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be one thousand shares of common stock having a nominal or par value of one dollar per share. The consideration to be paid for each share shall be money, property or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than five hundred dollars.

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ARTICLE VI

The street address of the initial office of this corporation is:
526 Bryn Mawr St., Orlando, FL 32804.

ARTICLE VII

The name and address of the initial registered agent of this corporation is:
David L. Halsey, 2735 Dahlonaga Dr., Jacksonville, FL 32224.

ARTICLE VIII

This corporation shall have two directors initially. The number of directors of this corporation may be increased or decreased, from time to time, by the By-Laws of this corporation, but which number shall never be less than one.

ARTICLE IX

This corporation shall have two directors initially. The names and addresses of the directors of this corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

David L. Halsey, Director
2735 Dahlonaga Dr.
Jacksonville, FL 32224

Braccus Giavanno, Director
526 Bryn Mawr St.
Orlando, FL 32804

ARTICLE X

The subscriber of the Articles of Incorporation, together with his respective address is: David L. Halsey, 2735 Dahlonaga Dr., Jacksonville, FL 32224.

ARTICLE XI

These Articles of Incorporation may be amended in a manner provided therefor by the laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the stockholders of this corporation. Any questions, motion or action of the stockholders of this corporation shall be decided by a majority vote of the stockholders entitled to vote thereon. The By-Laws of this corporation shall be promulgated, adopted, amended, changed or deleted by the stockholders of this corporation. The business affairs of this corporation shall be conducted by the Board of Directors, and the directors thereof, shall be elected at the annual meeting of the stockholders of this corporation as a condition precedent to holding an office or being a director or agent of this corporation. The officers and directors in this corporation shall have and enjoy all the rights, privileges and immunities of a corporation operating under the laws of the State of Florida, appertaining thereto at the time of the incorporation hereof and any amendments thereto. The number and nature of the offices in this corporation may be increased, deleted or changed by the By-Laws of this corporation in keeping with the laws of the State of Florida appertaining thereto.

In witness whereof, the undersigned subscriber has executed the foregoing Articles of Incorporation, this 23 day of October, 1997.

Signed in the presence of:

Robert F. Oliver
Witness

David L. Halsey
David L. Halsey
REGISTERED AGENT & INCORPORATOR

State of Florida
County of Alachua

* I ACCEPT THE DUTIES & RESPONSIBILITIES AS
REGISTERED AGENT OF THIS CORPORATION.

Before me, the undersigned authority, personally appeared David L. Halsey, who upon first being duly sworn, deposes and says that he has read the foregoing Articles of Incorporation, and that he has executed same freely and voluntarily.

Witness my hand and seal this 23 day of October, 1997 at
Just Union, County of Alachua, Florida.

Denise Tyler
Notary Public

