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BRYANT & HIGBY, CHARTERED
ATTORNEYS AT LAW

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ROWLETT W. BRYANT
CLIFFORD C. HIGBY

CECILIA REDDING BOYD

LYNN C. HIGBY
(1938-1992)

October 27, 1997

State of Florida
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FLorida 32301

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-10/31/97--01030--006

⑤ ****122.50 ****122.50

Gentlemen:

Please find enclosed Articles of Incorporation for the proposed new incorporation of NORTHWEST COORDINATES, INC., together with our check in the sum of the filing fee and the Registered Agent's Certificate.

Please process this application and favor me with a certified copy of the Articles at your earliest convenience.

If you have any question or comment, I would appreciate your calling me collect at the number above.

Very truly yours,

Rowlett W. Bryant

Rowlett W. Bryant

FILED
OCT 31 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RWB/mlw

encl.

F. CHESLER NOV 3 1997

ARTICLES OF INCORPORATION
OF
NORTHWEST COORDINATES, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

FILED
97 OCT 31 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is NORTHWEST COORDINATES, INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00).

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

PRINCIPAL OFFICE

The street address of the initial Registered Office of this corporation is 833 Harrison Avenue, Panama City, Florida, 32401. The name of the original Registered Agent of this corporation and his address is Rowlett W. Bryant, 833 Harrison Avenue, Panama City, Florida, 32401.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Rowlett W. Bryant

833 Harrison Avenue
Panama City, Fl 32401

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Rowlett W. Bryant

833 Harrison Avenue
Panama City, Florida
32401

ARTICLE VIII - PRE-EMPTIVE STOCK RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money or any property or services from time to time, in

addition to that stock issued by the corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set his hand and seal, this 28th day of October, 1997.

Mary Lou Wilson
John Philip Hallinay

Rowlett W. Bryant
Rowlett W. Bryant

STATE OF FLORIDA)

COUNTY OF BAY)

BEFORE ME, the undersigned authority, this 28th day of October, 1997, personally appeared Rowlett W. Bryant, who is personally known to me and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that his execution thereof was his free act and deed, for the uses and purposes therein mentioned and expressed, and he did take an oath.

Mary Lou Wilson
NOTARY PUBLIC

Print Notary Name _____
Notary Commission No. _____
My Commission expires: _____



MARY LOU WILSON
MY COMMISSION # CG374394 EXPIRES
May 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

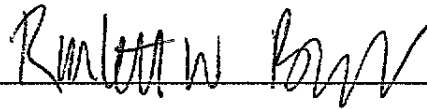
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that NORTHWEST COORDINATES, INC., desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation at 833 Harrison Avenue, Panama City, Florida 32401, has named Rowlett W. Bryant, located at 833 Harrison Avenue, Panama City, Florida, 32401, as its agent for service of process within this state.

ACKNOWLEDGMENT

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Rowlett W. Bryant

FILED
OCT 31 PM 12:29
CLERK OF STATE
TALLAHASSEE, FLORIDA