

P97000098001

BRYANT & HIGBY, CHARTERED  
ATTORNEYS AT LAW

833 HARRISON AVENUE

POST OFFICE BOX 860

PANAMA CITY, FLORIDA 32402-0860

TELEPHONE (850) 763-1787

TELECOPIER (850) 785-1533

ROWLETT W. BRYANT  
CLIFFORD C. HIGBY

CECHIA REDDING BOYD

LYNN C. HIGBY  
(1938-1992)

November 6, 1997

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

400002342844--0  
-11/10/97--01089--021  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Please find enclosed Articles of Incorporation for the proposed new incorporation of *Northwest* ENTERPRISE DEVELOPMENT CORPORATION, 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

RWB/mlw

encl.

*Dmp*  
*11-17-97*

FILED  
97 NOV 17 AM 9:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BRYANT & HIGBY, CHARTERED  
ATTORNEYS AT LAW

833 HARRISON AVENUE

POST OFFICE BOX 860

PANAMA CITY, FLORIDA 32402-0860

TELEPHONE (850) 763-1787

TELECOPIER (850) 785-1533

ROWLETT W. BRYANT  
CLIFFORD C. HIGBY

CECILIA REDDING BOYD

LYNN C. HIGBY  
(1938-1992)

November 6, 1997

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

Gentlemen:

This will acknowledge the advices of your Department that the name we submitted earlier for incorporation, Enterprise Development Corporation, Inc., was not available. In the place of the earlier Articles, please find enclosed amended Articles in the name of NORTHWEST ENTERPRISE DEVELOPMENT CORPORATION, INC., together with a revised Registered Agent's Certificate.

Since you already have our check on file, I would appreciate your processing the enclosed application and favor me with a certified copy of the Articles at your earliest convenience.

Again, please feel free to call me collect should you have any question or comment regarding the enclosures.

Very truly yours,



Rowlett W. Bryant

RWB/mlw

encl.

**FILED**

97 NOV 17 AM 9:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**NORTHWEST ENTERPRISE DEVELOPMENT  
CORPORATION, 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.

**ARTICLE I - NAME**

The name of the corporation is **NORTHWEST ENTERPRISE DEVELOPMENT CORPORATION, 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**

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 two directors 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 two nor more than five. The name and address of the initial directors of this corporaation is:

Merle Stringer	2011 No. Harrison Ave. Panama City, Fl 32405
Douglas Stringer	2011 No. Harrison Ave. Panama City, Fl 32405

**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 17<sup>th</sup> day of November, 1997.

John M. Hadley  
Edith Y. Love

Rowlett W. Bryant  
Rowlett W. Bryant

STATE OF FLORIDA)

COUNTY OF BAY )

BEFORE ME, the undersigned authority, this 17<sup>th</sup> day of November, 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 # CC374394 EXPIRES  
May 7, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

97 NOV 17 AM 9:43

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

-----

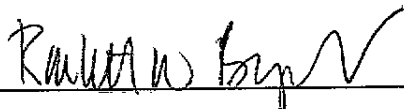
IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that NORTHWEST ENTERPRISE DEVELOPMENT CORPORATION, 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