

P97000099987



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 611895 81879A

AUTHORIZATION :

*Patricia Pizjuts*

COST LIMIT : \$ 122.50

ORDER DATE : November 24, 1997

ORDER TIME : 2:05 PM

ORDER NO. : 611895-005

CUSTOMER NO: 81879A

100002355541--9

CUSTOMER: Timothy J. Conner, Esq.  
TIMOTHY J. CONNER & ASSOCIATES

Suite 110  
1 Florida Park Drive, North  
Palm Coast, FL 32137

DOMESTIC FILING

NAME: BRITT-PHILLIPS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

*DMC*  
*11/24/97*

FILED  
97 NOV 24 PM 3:47  
RECEIVED  
97 NOV 24 PM 2:40  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

FILED

97 NOV 24 PM 3:45

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME AND ADDRESS OF CORPORATION: The name of this corporation is: **BRITT-PHILLIPS, INC.** The mailing address of the corporation is 19 White Dove Lane, Palm Coast, Florida 32164.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK: The corporation is authorized to issue 100 shares of stock, all of one class, at One Dollar (\$1.00) par value.

5. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of this corporation is as follows:

**JOSEPH D. BRITT**  
19 White Dove Lane  
Palm Coast, Florida 32164

6. INITIAL BOARD OF DIRECTORS: This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1) director.

The name and address of the initial directors of this corporation are:

**JOSEPH D. BRITT**  
19 White Dove Lane  
Palm Coast, Florida 32164

**HARTSELL D. PHILLIPS**  
16 Wavecrest Place  
Palm Coast, Florida 32164

**KAREN E. BRITT**  
19 White Dove Lane  
Palm Coast, Florida 32164

COLLEEN A. PHILLIPS  
16 Wavecrest Place  
Palm Coast, Florida 32164

7. INCORPORATOR: The name and address of the Incorporator signing these Articles of Incorporation is:

Timothy J. Conner, Attorney  
Timothy J. Conner & Associates, P.A.  
1 Florida Park Drive North, Suite 110  
Palm Coast, Florida 32137

8. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

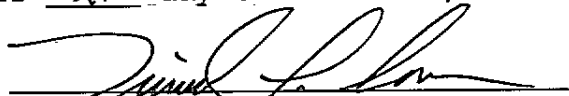
9. MEETINGS BY CONFERENCE TELEPHONE: Members of the Board of Directors may participate in all regular and special meetings of the Board of Directors by means of Conference Telephone or similar communications equipment as provided by law.

10. INDEMNIFICATION: The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner provided for in the by-laws of this corporation.

11. REMOVAL OF DIRECTORS: At a meeting of shareholders called expressly for that purpose, any one director, or the entire Board of Directors, may be removed, with or without cause, by a vote of the holders of 75% of the shares then entitled to vote at an election of directors.

12. INFORMAL ACTION OF DIRECTORS: If all the directors severally, or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of November, 1997.


  
Timothy J. Conner,  
Incorporator

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97 NOV 24 PM 3:45

ACCEPTANCE BY REGISTERED AGENT

Having been designated as registered agent to accept service of process for the above-stated corporation, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

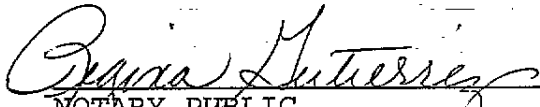
  
JOSEPH D. BRITT,  
Registered Agent

STATE OF FLORIDA

COUNTY OF FLAGLER

SS:

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of November, 1997, by JOSEPH D. BRITT, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

  
NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission Expires:



Regina Gutierrez

My Commission CC845314

Expires May 08, 2001