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1/19/98

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/22/98--01097--011
****122.50 ****122.50

SUBJECT: CHEROKEE OF N.W. FLORIDA, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: F. B. Estergren, P.A.
Name (Printed or typed)

P.O. Drawer 2167
Address

Ft. Walton Beach, FL 32549
City, State & Zip

1 850 243 0139
Daytime Telephone number

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98 JAN 22 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CS
2-23-98

ARTICLES OF INCORPORATION
OF
CHEROKEE OF N.W. FLORIDA, INC.

ARTICLE I - NAME:

The name of this corporation is: CHEROKEE OF N.W. FLORIDA, INC., hereinafter referred to as the "Corporation".

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in the investment business and for the purpose of trans-acting any or all other lawful business not inconsistent with the Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address and mailing address of the Corporation is: 348 S.W. Miracle Strip Parkway, S.E., Ste 34, Ft. Walton Beach, FL 32548.

The name of the Registered Agent of the Corporation is: STEPHEN C. RIGGS, and the street office address of such

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registered agent and registered office of the Corporation is:
348 S.W. Miracle Strip Parkway, Ste 34, Ft. Walton Beach,
FL 32548.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have 3 directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The name and addresses of the initial directors of the Corporation are: EDWARD Y. EASTERLY, JR., P.O. Box 1097, Santa Rosa Beach, FL 32459
STEPHEN C. RIGGS, 348 S.W. Miracle Strip Parkway, Ste. 34, Ft. Walton Beach, FL 32548.
MICHAEL KNIGHT, 348 S.W. Miracle Strip Parkway, Ste. 34, Ft. Walton Beach, FL 32548.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is:
EDWARD Y. EASTERLY, JR., P.O. Box 1097, Santa Rosa Beach, FL 32459.

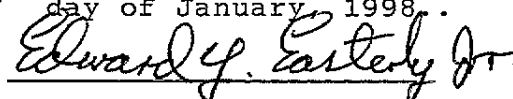
ARTICLE IX - BY-LAWS:

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1243-1244, inclusive, of the Internal Revenue Code of 1954 as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 19th day of January 1998.



EDWARD Y. EASTERLY, JR.

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: _____

_____ CHEROKEE OF N.W. FLORIDA, INC. _____

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

_____ STEPHEN C. RIGGS _____

(NAME)

_____ 849 S.W. Miracle Strip Parkway, Ste. 34 _____

(P.O. BOX NOT ACCEPTABLE)

_____ Ft. Walton Beach, FL 32548 _____

(CITY/STATE/ZIP)

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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.

SIGNATURE _____

Stephen C. Riggs

DATE _____

1/16/98