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April 24, 1998

Ms. Sandra B. Mortham
Secretary of State
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Re: Chandler Knowles, Inc.

Dear Ms. Mortham:

Enclosed please find an original and a duplicate of the Articles of Incorporation and of the Acceptance of Registered Agent for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50, which represents the following:

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Designation of and Acceptance by Registered Agent	\$ 35.00
Certified copy of Articles of Incorporation	<u>\$ 52.50</u>
Total	\$122.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The original is to be filed in your office and the copy certified and returned to this office using the enclosed stamped, self-addressed envelope.

Please contact me if there is any reason the Articles will not be filed immediately.

Very truly yours,



Theodore W. Soule

TWS/sl
Enclosures

TA-4/28/98

ARTICLES OF INCORPORATION

OF

CHANDLER KNOWLES, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name The name of the corporation shall be:

CHANDLER KNOWLES, INC.

Article II. Address. The address of the principal office of the Corporation is , and the mailing address of the Corporation is:

Cordova Square 26B, 4400 Bayou Boulevard, Pensacola, Florida 32503.

Article III. Authorized Shares. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue seven thousand five hundred (7,500) common shares.

Article IV. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is:

316 South Baylen Street, Suite 560, Pensacola, Florida 32501

and the name of its initial Registered Agent at that address is

Theodore W. Soule, P. A.

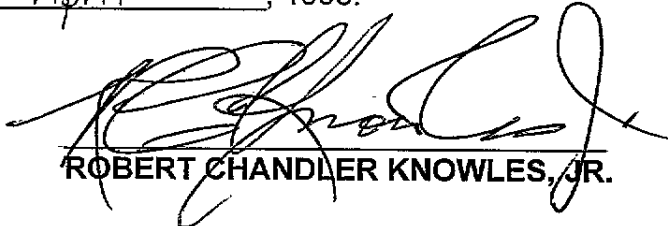
Article V. Incorporators. The name and address of the Incorporator is as follows:

**Robert Chandler Knowles, Jr.
Cordova Square 26B
4400 Bayou Boulevard
Pensacola, Florida 32503**

Article VI. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one (1). The name and address of the initial Director of the Corporation is as follows:

**Robert Chandler Knowles, Jr.
Cordova Square 26B
4400 Bayou Boulevard
Pensacola, Florida 32503**

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 24th day of April, 1998.


ROBERT CHANDLER KNOWLES, JR.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

DATED this 24th day of April, 1998.

Theodore W. Soule, P.A.

BY: Theodore W. Soule
Theodore W. Soule, President

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TALLAHASSEE, FLORIDA