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Lozier, Tipton, Thames & Frazier

A Partnership of Professional Associations

Attorneys at Law

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 15 AM 10:35

DANIEL R. LOZIER*
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September 10, 1998

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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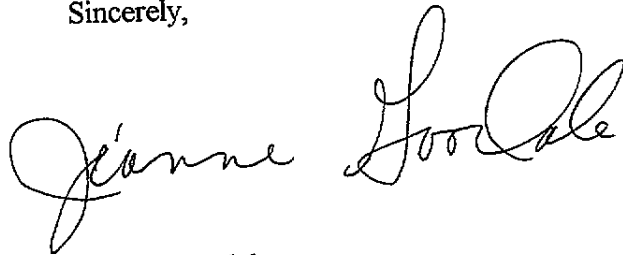
Re: Sheila K. Barfield and Company, P.A.

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced corporation is an original and one copy of the Articles of Incorporation. Once this document has been filed, please return to us a certified copy of same. Enclosed is our firm's check in the amount \$122.50 to cover the filing fee.

Should you have any questions regarding any of this, please do not hesitate to give me a call.

Sincerely,



Jeanne Goodale,
Legal Assistant to Daniel R. Lozier

DRL/jg

Enclosures

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ARTICLES OF INCORPORATION

OF

SHEILA K. BARFIELD AND COMPANY, P.A.

THE UNDERSIGNED, who desires to form a professional service corporation in accordance with Chapters 621 and 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be SHEILA K. BARFIELD AND COMPANY, P.A. Its principal place of business is located at 125 W. Romana Street, Suite 224, Pensacola, Florida 32501.

ARTICLE II

PURPOSES & LIMITATIONS

The purpose for which the Corporation is organized is to practice the profession of public accounting. Additional purposes for which the Corporation is organized are to engage in any and all other activities for which a professional service corporation may be organized in Florida, subject always to limitations of Florida law. The Corporation and the shareholders are not authorized to engage in any activity or take any action expressly forbidden by Florida law.

ARTICLE III

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV

CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 10,000 shares, all of which shall be voting common shares with a par value of \$0.10 per share.

The Corporation is not authorized to issue any of said stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation is incorporated, nor shall any of said stock be alienated by any shareholder of the Corporation to any person who is not duly licensed or otherwise legally authorized to render the same professional services as those for which the Corporation is incorporated.

ARTICLE V

REGISTERED OFFICE AND AGENT

The address of the initial registered office, the mailing address, and the principal office of the Corporation in this State is 125 W. Romana Street, Suite 224, Pensacola, Florida 32501. The initial registered agent at said registered office is Daniel R. Lozier.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is Daniel R. Lozier, 125 W. Romana Street, Suite 224, Pensacola, Florida 32501.

ARTICLE VII

BOARD OF DIRECTORS

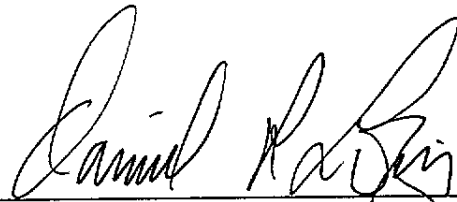
The initial Board of Directors shall consist of one (1) member. The name and address of the first Board of Directors is Sheila K. Barfield, 4400 Bayou Boulevard, 23-C, Pensacola, Florida 32503.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 10th day of September, 1998.

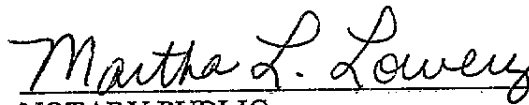


DANIEL R. LOZIER, Incorporator


STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 10th day of September, 1998, by Daniel R. Lozier, who is personally known to me or who has produced a driver's license as identification and has not taken an oath.



NOTARY PUBLIC
Commission No. _____
My Commission Expires: _____

 Martha L. Lowery
My Commission CC682411
Expires September 22, 2001

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of SHEILA K. BARFIELD AND COMPANY, P.A., a Florida professional service corporation, hereby certify that I am familiar with the obligations provided for in Florida Statutes §607.325 and hereby accept the appointment of Registered Agent and hereby accept said obligations.

DATED this the 10th day of September, 1998.



DANIEL R. LOZIER

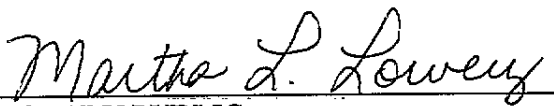
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STATE OF FLORIDA

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 Martha L. Lowery
My Commission CC682411
Expires September 22, 2001


NOTARY PUBLIC
Commission No.: _____
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