98000084495 ISLER & SOMBATHY, P.A.

Attorneys and Counselors at Law Post Office Box 430 Panama City, Florida 32402-0430

September 29, 1998

Charles S. Isler
Julie Ann Sombathy

Downtown Office:

434 Magnolia Avenue Panama City, FL 32401 Phone 904-769-5532 Facsimile 904-785-5852

Beach Office:

2226 Thomas Drive Panama City Beach, FL 32408 Phone 904-233-9613 Facsimile 904-233-0632 Florida Department of State Attn: New Filings Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: The Johnson Roberts Company, Inc.

Dear Sir or Madam:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for above corporation as well as a check in the sum of \$122.50 for your fee. After filing has been completed, please forward the certified copy of the Articles to me at the above post office box.

If you have any questions, do not hesitate to contact me.

Sincerely,

Barbie Adams Legal Assistant 98 SEP 30 PM IZ

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Enclosures

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ARTICLES OF INCORPORATION

OF

THE JOHNSON ROBERTS COMPANY, INC.

The undersigned incorporator John L. Johnson, hereby forms THE JOHNSON ROBERTS COMPANY, INC., a corporation for profit under the Florida General Corporation Act and other laws of the State of Florida.

- 1. NAME OF CORPORATION AND INITIAL ADDRESS: The name of this corporation shall be THE JOHNSON ROBERTS COMPANY, INC. and its address is 420 West Beach Drive, Panama City, Florida 32401.
- 2. TERM OF EXISTENCE: This corporation shall exist perpetually unless dissolved according to law.
- 3. <u>GENERAL PURPOSE</u>: This corporation may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida and shall have those general powers conferred upon corporations under the laws of the State of Florida.
- 4. <u>CAPITAL STOCK</u>: The aggregate number of shares of capital stock which this corporation is authorized to issue is One Thousand (1,000) par value of One Dollar (\$1.00) per share.
- 5. REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office of this corporation in the State of Florida is 420 West Beach Drive, Panama City, Florida 32401. The initial registered agent for this corporation at its registered office is John L. Johnson. The Board of Directors shall

have the power to establish branch offices, and to move the registered office of the corporation to any other address in Florida. The principal office of the corporation shall be 420 West Beach Drive, Panama City, Florida 32401.

- 6. <u>BOARD OF DIRECTORS</u>: The number of directors of the initial Board of Directors of this corporation is two (2). The names and addresses of the members of the initial Board of Directors of this corporation are as follows:
- John L. Johnson 3116 Sarasota Avenue Panama City, FL 32405
- Ralph C. Roberts
 Post Office Box 27061
 Panama City Beach, FL 32411
- 7. <u>INCORPORATOR</u>: The following is the name and address of the incorporator of this corporation:

John L. Johnson 3116 Sarasota Avenue Panama City, FL 32405

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Panama City, Florida, on this day of September, 1998.

Jøhn L. Johnson

Incorporator

STATE OF FLORIDA COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared John L. Johnson, to me known and known to me to be the person described as incorporator and who signed these Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this Aday of September, 1998.

[Who is personally known by me. [] Who produced _____

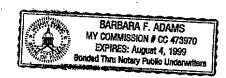
as identification.

Babara + Coda Misignature

Notary Public

(Notary Seal)

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CERTIFICATE OF DESIGNATION OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING THE JOHNSON ROBERTS COMPANY, INC.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That THE JOHNSON ROBERTS COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in Articles of Incorporation, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

John L. Johnson

3116 Sarasota Avenue Panama City, FL 32405

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