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Examiner's Initials

T. SMITH OCT 05 1998

# ARTICLES OF INCORPORATION OF PENSACOLA ACQUISITION CORP.

98 OCT -5 PM 2: 49
SECRETARY OF STATE
TALLAHASSEE, FLORES

#### **ARTICLE I - NAME**

The name of this Corporation is PENSACOLA ACQUISITION, CORP. and its address is 2542 Williams Boulevard, Kenner, Louisiana 70062.

#### **ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

#### **ARTICLE III - PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

# <u>ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT</u>

The name of the initial registered agent of this Corporation is David A. Gart and his address is 250 Australian Avenue South, Suite 500, West Palm Beach, Florida 33401.

#### ARTICLE VI - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

### **ARTICLE VII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is David A. Gart and his address is 250 Australian Avenue South, Suite 500, West Palm Beach, Florida 33401.

#### <u>ARTICLE IX - AMENDMENT</u>

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2 day of October, 1998.

David A. Gart, Incorporator

## ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 2 DAY OF OCTOBER, 1998.

David A. Gart

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98 OCT -5 PM 2: 1,9
SECRETARY OF STATE
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