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ARTICLES OF INCORPORATION

OF

PEARL FINANCIAL CORPORATION

I, the undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, Chapter 607 Florida Statutes, do hereby adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is Pearl Financial Corporation.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

- 1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607 Florida Statutes, or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares of common stock which the corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class, and shall be with a par value of \$0.01.

ARTICLE V

The street address of the initial registered office of the corporation is 1026 Timber Lane, Jacksonville, Florida 32211, which shall also serve as the principal place of business. The name of its initial registered agent is Wade M. Rolle, and his address is 4730 Norwood Avenue, Jacksonville, Florida 32206.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one

(1). The number of directors shall be fixed by the By-lays and may be changed from time to time.

The names and address of said persons are:

Hampton Owens, 1026 Timber Lane, Jacksonville, Florida 32211

ARTICLE VII

The name and address of the incorporator is Hampton Owens, 1026 Timber Lane, Jacksonville, Florida 32211.

IN WITNESS WHEREOF, the incorporator above named, have hereunto set his/her hand and

Hampton Owens

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STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Hampton Owens, for whom, after first duly sworn, deposed and states that he/she is the person described in the foregoing Articles of Incorporation and he/she subscribed to those Articles of Incorporation.

WITNESS my official seal in the County and State named above, this day of February, 1999

Notary Public, State of Florida

My Commission Expires:

Lunella M Watson

Lunella M Watson

Lunella M Watson

Expires July 27, 2001

produced identification

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

Wade M. Rolle Registered Agent