

P9900002622
GARY D. BERNARD
9159 Mornington Drive
Jacksonville, FL 32257
(904) 448-2707

FILED
99 MAR 16 AM 10:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 7, 1999

STATE OF FLORIDA
DIVISION OF CORPORATION
409 E. Gaines Street
Tallahassee, FL 32399

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-03/16/99--01088--006
*****70.00 *****70.00

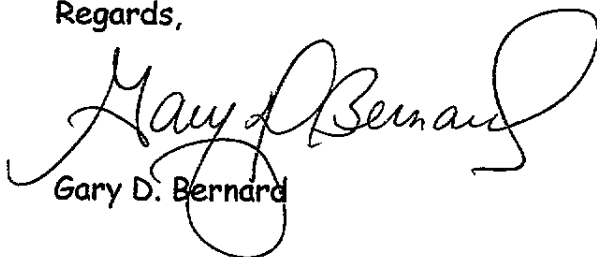
Mailed via: FEDEX

Gentlemen:

Please find enclosed our original and copies of Articles of Incorporation of Gary D. Bernard and Associates, Inc. Enclosed is our check in the amount of \$70.00 as required by your office.

Please return our copy to the undersigned. Thank you very much for your kind assistance in this matter.

Regards,


Gary D. Bernard

GDB/mm

MAR 23 1999
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**ARTICLES OF INCORPORATION
OF**

GARY D. BERNARD and ASSOCIATES, INC.

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I, the undersigned incorporator of this corporation under Chapter 607 of the Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation is GARY D. BERNARD and ASSOCIATES, INC.

ARTICLE II

The general nature of the business to be conducted by this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE III

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of 1 dollar (\$1.00) per share. The Board of Directors may authorize the issuance of stock to such persons upon such terms and for such considerations as they may deem appropriate. The consideration may include money or other property which property shall be received at just valuation to be fixed by the Board of Directors of this Corporation. All of such stock when issued shall be fully paid for an exempt from assessment.

No stockholder of this Corporation shall, because of his/her ownership of stock, have any pre-emptive or other right to purchase, subscribe or take any part (pro-rata or otherwise) of any securities (equity, debt or otherwise), or options, rights, or warrants to purchase any such securities issued or sold by this Corporation, whether for cash or for property and whether now or hereafter authorized.

ARTICLE IV

The amount of capital with which this Corporation will begin business is not less than \$100.00.

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The principle office of this Corporation shall be at 9159 Mornington Drive, Jacksonville, FL 32257 or such other place as may be designated by the Board of Directors.

ARTICLE VII

The initial Board of Directors shall consist of one member. The number of Directors may be increased or decreased from time-to-time by vote of the stockholders but in no case shall the number of directors be less than 1 or more than 12.

ARTICLE VIII

The name and street address of the member of the first Board of Directors is:

GARY D. BERNARD 9159 Mornington Drive Jacksonville, FL 32257

ARTICLE IX

The name and street address of the subscriber to the Articles of Incorporation is:

GARY D. BERNARD 9159 Mornington Drive Jacksonville, FL 32257

ARTICLE X

The registered agent of this Corporation to accept service of process within the State of Florida is designated as:

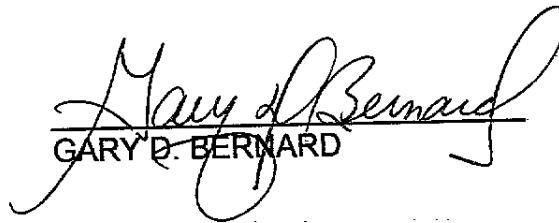
GARY B. BERNARD 9159 Mornington Drive Jacksonville, FL 32257

Who by him signing of these Articles of Incorporation accepts this designation and agrees to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open the office for service of process.

ARTICLE XI

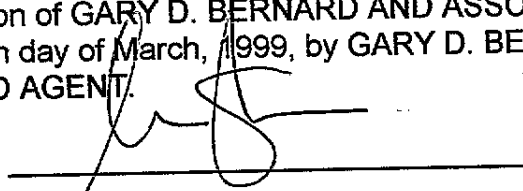
In the absence of fraud, no contract or other transactions between this Corporation and any other person, corporation, firm, association or partnership shall be affected or invalidated by the fact that any director or officer of this Corporation is pecuniarily or otherwise interested in or is a director, member or officer of any such other corporation, firm association or partnership or is a party to or officer any such other corporation, firm, association or partnership or is a party to or is pecuniarily or otherwise interested in such contract or other transaction or in any way connected with any person, firm, association, partnership or corporation pecuniarily or otherwise interested therein. Any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of This Corporation for the purpose of authorizing any such contract or transaction with like force and effect as if he/she were not so interested, or were not a director, member or officer of such other corporation, firm, association or partnership.


Dated: March 7th, 1999



GARY D. BERNARD

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

The above Articles of Incorporation of GARY D. BERNARD AND ASSOCIATES, INC., were acknowledged before this 7th day of March, 1999, by GARY D. BERNARD, AS SUBSCRIBER and as REGISTERED AGENT.



 Carl Richard Shipley
My Commission CC728575
Expires May 8, 2002

 Carl Richard Shipley
My Commission CC72857
Expires May 8, 2002

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