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\*\*\*\*\*122.50 \*\*\*\*\*78.75

April 21, 1999

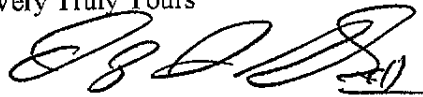
Division of Corporation  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Productivity, Inc.

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation, a copy to be certified, and a check in the amount of \$122.50 for Filing Fees, cost of Certified Copy and Registered Agent Designation. Please file with the appropriate department for the above referenced corporation and forward the certified copy back to the above address in the enclosed self addressed stamped envelope. If you are in need of further information feel free to contact me at the above address. Thank you for your assistance.

Very Truly Yours



Davage J. Runnels, III

Enclosures: (3)

FILED  
99 APR 26 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSER

MAY 3 - 1999

ARTICLES OF INCORPORATION

OF

PRODUCTIVITY, INC.

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is PRODUCTIVITY, INC. and its principal office and mailing address is 1488 The Crossings, Niceville, Florida 32578.

ARTICLE TWO

NATURE OF BUSINESS

This corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE THREE

CAPITAL STOCK

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class and shall be issued under Section 1244 of the Internal Revenue Code.

ARTICLE FOUR

TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

FILED  
9 APR 26 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE FIVE

### REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered office of the corporation is 36468 Emerald Coast Parkway, Destin, Florida 32541. The registered agent at that address is Davage J. Runnels, III.

## ARTICLE SIX

### BOARD OF DIRECTORS

This corporation shall have a board consisting of not less than one (1) nor more than five (5) directors. The names and addresses of the initial board of directors of the corporation are as follows:

James Verner Cockrum, II  
1448 The Crossings  
Niceville, Florida 32578

The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until his/her/their successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

## ARTICLE SEVEN

### INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## ARTICLE EIGHT

### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE NINE  
PREEMPTIVE RIGHTS

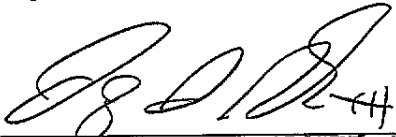
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE TEN  
INCORPORATOR

The name and address of the person signing these articles is :

Davage J. Runnels, III  
36468 Emerald Coast Parkway, Suite 2201  
Destin, Florida 32541

IN WITNESS WHEREOF, the undersigned incorporators do hereby execute these Articles on April 21, 1999.

  
\_\_\_\_\_  
Davage J. Runnels, III, Incorporator

ACKNOWLEDGEMENT

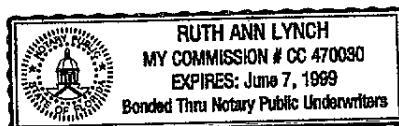
STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared Davage J. Runnels, III, Incorporator, for the purpose of lawfully executing these Articles of Incorporation.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



ACCEPTANCE BY THE REGISTERED AGENT

I, Davage J. Runnels, III, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on April 21, 1999.

  
\_\_\_\_\_  
Davage J. Runnels, III, Registered Agent

FILED  
99 APR 26 AM 7:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA