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JOHN GLASSMAN, P.A.
ATTORNEY AT LAW

504 NORTH BAYLEN STREET
PENSACOLA, FLORIDA 32501

TELEPHONE (850) 434-0663
FACSIMILE (850) 432-2028

October 5, 1999

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*****78.75 *****78.75

Secretary of State
Corporations Division
P. O. Box 6327
Tallahassee, FL 32314

RE: PROFESSIONAL SERVICES OF NORTHWEST FLORIDA, INC.

Dear Sir or Madam:

Enclosed herewith please find the following pertaining to the formation of the above-described corporation:

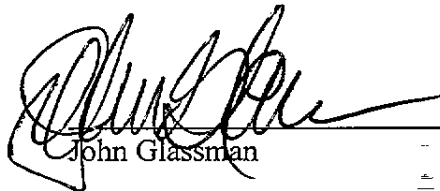
1. Original executed Articles of Incorporation.
2. Copy of executed Articles of Incorporation.
3. Check in the amount of \$78.75.

After the original Articles of Incorporation have been filed, I would appreciate you returning the copy to me indicating certification.

If you have any further requirements, please advise the undersigned.

Sincerely,

JOHN GLASSMAN, P.A.


John Glassman

Audrey Bryan ~~TD~~ GAVE
AUTHORIZATION BY PHONE TO
CORRECT TD
DATE 10-12-99
DOC. EXAM att

JG/ab

Enclosures

cc: Faye White

FILED
1999 OCT -7 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

att 10/12

FILED

1999 OCT -7 PM 12: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

PROFESSIONAL SERVICES OF NORTHWEST FLORIDA, INC.

The undersigned Incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be **PROFESSIONAL SERVICES OF NORTHWEST FLORIDA, INC.**

ARTICLE II. INITIAL PRINCIPAL OFFICE

The street address, and the mailing address of the principal office of the Corporation shall be: 8205 Excelsior Drive, Pensacola, Florida 32514. The Board of directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1,000 shares of common stock having no par value. No preemptive rights are to be granted to shareholders.

ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 8205 Excelsior Drive, Pensacola, Florida 32514, and the initial registered agent at such address shall be Charlie M. White, Sr. The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE V. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is Alice C. White, 8205 Excelsior Drive, Pensacola, Florida 32514.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name of the initial Directors of this corporation and their street address is as follows:

<u>Name</u>	<u>Address</u>
Alice C. White	8205 Excelsior Drive Pensacola, FL 32514
Charlie M. White, Sr.	8205 Excelsior Drive Pensacola, FL 32514

ARTICLE VIII. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act, activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IX. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE X. OFFICERS

The executive officers of this corporation shall be a president, a vice president, a secretary, and a treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may

be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes set forth therein.

Alice C. White

ALICE C. WHITE
INCORPORATOR

STATE OF FLORIDA :
COUNTY OF ESCAMBIA:

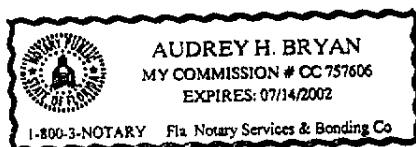
THE FOREGOING INSTRUMENT was acknowledged before me this 5th day of October, 1999, by ALICE C. WHITE, who has produced _____
~~as identification, or who is personally known to me.~~

Audrey H. Bryan
NOTARY PUBLIC

My commission expires:

(name of officer typed, printed
or stamped)

commission/serial number



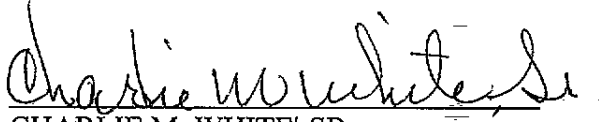
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITH THIS STATE, NAMED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PROFESSIONAL SERVICES OF NORTHWEST FLORIDA, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 8205 Excelsior Drive, Pensacola Florida 32514, with CHARLIE M. WHITE, SR., as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


CHARLIE M. WHITE, SR.
Registered Agent

DATED this the 5th day of October, 1999.

FILED
1999 OCT -7 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA