

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850) 205-0381

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Account Name : PAPPAS METCALF JENKS & MILLER, P.A.
Account Number : 075452001655
Phone : (904) 353-1980
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EFFECTIVE DATE
04-24-03

FLORIDA PROFIT CORPORATION OR P.A.

The Alterra Group, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
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SECRETARY OF STATE
TALLAHASSEE FL 32399

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**ARTICLES OF INCORPORATION
OF
THE ALTERRA GROUP, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation is The Alterra Group, Inc..

**ARTICLE II
Principal Office**

The principal office and mailing address of the corporation shall be 1914 Art Museum Drive, Jacksonville, Florida 32207.

**ARTICLE III
Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE IV
Nature of Business**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE V
Capital Stock**

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$.01 per share.

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- (b) Preemptive Rights. Shareholders shall have no preemptive rights.
- (c) Cumulative Voting. Cumulative voting shall not be permitted.
- (d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1914 Art Museum Drive, Jacksonville, FL 32207, and the name of the initial registered agent of this corporation at that address is Kevin L. Troup.

ARTICLE VII
Directors

- (a) Number. This corporation shall have three (3) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) Initial Directors. The name and street address of the members of the first board of directors of the corporation is:

L. Randall Towers
1914 Art Museum Drive
Jacksonville, Florida 32207

William T. Pyburn III
1914 Art Museum Drive
Jacksonville, Florida 32207

Kevin L. Troup
1914 Art Museum Drive
Jacksonville, Florida 32207

- (c) Compensation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of the director of this corporation.
- (d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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ARTICLE VIII
Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX
Incorporator

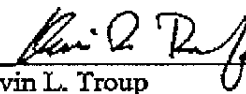
The name and street address of the incorporator of this corporation is:

Kevin L. Troup
1914 Art Museum Drive
Jacksonville, Florida 32207

ARTICLE X
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 24th
day of April, 2003.




Kevin L. Troup

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STATE OF FLORIDA }
 }SS
COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this 24th day of April, 2003, by Kevin L. Troup.

Charles D. Raley Jr.
(Print Name Charles D. Raley Jr.)
NOTARY PUBLIC
State of Florida at Mobile  Charles D Raley Jr
Commission # CC935709 My Commission CC935709
My Commission Expires: Expires May 11, 2004

Personally known ✓
or Produced I.D. _____
[check one of the above]

Type of Identification Produced

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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THE ALTERRA GROUP, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS
IN THE CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS NAMED KEVIN L.
TROUP, LOCATED AT 1914 ART MUSEUM DRIVE, JACKSONVILLE, FLORIDA 32207
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Kevin L. Troup

Dated: April 24, 2003

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CLERK OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


Kevin L. Troup

Dated: April 24, 2003