P96000099172

# CRARY, BUCHANAN, BOWDISH, BOVIE, LORD, ROBY & EVANS

CHARTERED

ATTORNEYS AT LAW


EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH †
GEORGE F. BOVIE, III
LAWRENCE EVANS CRARY III
WILLIAM F. CRARY II
ROBERT L. LORD, JR. §
WILLIAM L. ROBY ◊
M. LEVERING EVANS
R. MICHAEL CRARY
LEIGH A. WILLIAMS

STEVEN D. BERES*
JOSEPH NEGRON, JR.
JEFFREY F. THOMAS **
CHARLES K. WILLOUGHBY

* BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES LAW
** BOARD CERTIFIED IN FAMILY & MARITAL LAW
† BOARD CERTIFIED CIVIL TRIAL LAWYER
§ BOARD CERTIFIED IN HEALTH LAW
◊ BOARD CERTIFIED IN BUSINESS LITIGATION


REPLY TO:

December 4, 1996

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-12/06/96--01082--010
****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Re: K.L. ADAMS, INC., a Florida corporation

Gentlemen:

I have enclosed the original and one copy of the Articles of Incorporation for K.L. ADAMS, INC., which is a Florida for-profit corporation. The Certificate of Registered Agent is also enclosed.

Our firm's check in the amount of $122.50 is enclosed to cover the following fees and expenses:

| | |
|---|---|
| Filing Fee | $35.00 |
| Resident Agent Fee | 35.00 |
| Certified Copy of Articles | 52.50 |
| TOTAL | $122.50 |

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96 DEC -6 PM 6:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

After this corporation has been approved and filed by your office, please forward a certified copy of the Articles of Incorporation to me. I shall appreciate your attention and concern in this matter.

DEC 9 1996 BSB

Sincerely yours,

Leigh A. Williams

Leigh A. Williams
Enclosures

LAW/jsg


555 COLORADO AVENUE • P.O. DRAWER 24 (34995) • STUART, FLORIDA 34994 • TELEPHONE (561) 287-2600 • FAX (561) 287-0115
10620 U.S. HIGHWAY 1 • PORT ST. LUCIE, FLORIDA 34952 • TELEPHONE (561) 335-2600 • FAX (561) 398-8122

# ARTICLES OF INCORPORATION
# OF
# K.L. ADAMS, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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96 DEC -6 PM 6:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLE 1
## NAME

The name of the corporation shall be: **K.L. ADAMS, INC.**

## ARTICLE 2
## ADDRESS OF PRINCIPAL OFFICE OF CORPORATION

The principal office of the corporation shall be located at: 920 SE Bayfront Avenue, Port St. Lucie, Florida 34983. The mailing address of the corporation shall be: 920 SE Bayfront Avenue, Port St. Lucie, Florida 34983.

## ARTICLE 3
## TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE 4
## PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

## ARTICLE 5
## CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand 1000) shares of common stock having a nominal or par value of One and no/100 Dollars ($1.00).

## ARTICLE 6
## REGISTERED AGENT

The corporation's initial registered office and initial registered agent at that address shall be:

Kevin L. Adams

920 SE Bayfront Avenue
Port St. Lucie, FL 34983

## ARTICLE 7
## DIRECTORS

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). The names and street addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

Kevin L. Adams

920 SE Bayfront Avenue
Port St. Lucie, FL 34983

## ARTICLE 8
## INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

Kevin L. Adams

920 SE Bayfront Avenue
Port St. Lucie, FL 34983

## ARTICLE 9
## PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

## ARTICLE 10
## 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 11
## AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

## ARTICLE 12
## MISCELLANEOUS

Stockholders and directors meetings may be held within or without the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 3 day of Dec., 1996.

Kevin L. Adams

Kevin L. Adams

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is K.L. ADAMS, INC.

The name and address of the initial registered agent and office is:

Kevin L. Adams
920 SE Bayfront Avenue
Port St. Lucie, FL 34983

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

Kevin L. Adams
Registered Agent