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OFFICE  
STUTSMAN & THAMES  
PROFESSIONAL ASSOCIATION  
121 WEST FORSYTH STREET, SUITE 600  
JACKSONVILLE, FLORIDA 32202

BRUCE E. STUTSMAN  
RICHARD R. THAMES  
NINA M. LAFLEUR  
MARGARET M. BURNETT

TELEPHONE  
904-358-4000  
FACSIMILE  
904-358-4001

March 12, 1999

000002810480--0  
-03/18/99--01058--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

*of Jacksonville*

Re: Incorporation of First Coast Trading, Inc.

Dear Sir/Madam:

Enclosed are the following documents:

1. An original and one copy of the Articles of Incorporation of First Coast Trading, Inc.; and
2. An original and one copy of a Certificate Designating Registered Agent and Registered Office.

We would appreciate your filing the originals of these documents and returning date stamped copies to us in the enclosed envelope. We have enclosed a check for \$78.75 to cover the filing fees and the cost of obtaining a certificate of status for the corporation.

Very truly yours,

*Nina M. LaFleur*  
Nina M. LaFleur

NML/bms  
Enclosures

24467

**FILED**  
99 APR -9 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 24, 1999

STUTSMAN & THAMES  
121 WEST FORSYTH STREET  
SUITE 600  
JACKSONVILLE, FL 32202

SUBJECT: FIRST COAST TRADING, INC.  
Ref. Number: W99000007043

We have received your document for FIRST COAST TRADING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 099A00014717

LAW OFFICES  
**STUTSMAN & THAMES**

PROFESSIONAL ASSOCIATION  
121 WEST FORSYTH STREET, SUITE 600  
JACKSONVILLE, FLORIDA 32202

BRUCE E. STUTSMAN  
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TELEPHONE  
904-358-4000  
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April 9, 1999

By Facsimile 850-487-6804

Ms. Beth Register  
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Incorporation of First Coast Trading of  
Jacksonville, Inc.; Ref. No.: W99000007043

Dear Ms. Register:

Pursuant to your request, this letter is to confirm our intention to incorporate First Coast Trading of Jacksonville, Inc. notwithstanding the fact that there exists another corporation in Jacksonville by the name of First Coast Trading Company, Inc.

Please call us if you have any questions.

Very truly yours,

  
Nina M. LaFleur

NML/bms  
24896

ARTICLES OF INCORPORATION  
OF  
FIRST COAST TRADING OF JACKSONVILLE, INC.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this Corporation is First Coast Trading of Jacksonville, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 535 Atlantic Blvd., Suite J, Atlantic Beach, Florida 32233.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

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

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares, all of which shall be of the par value of One Cent (\$.01) per share.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 121 W. Forsyth Street, Suite 600, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Richard R. Thames.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the names and addresses of the persons who are to serve as the initial directors are Charles E. Miller, III, 12810 Huntley Manor Drive West, Jacksonville, Florida 32224 and Donald E. Picket, Jr., 2018 Marye Brant Loop, Neptune Beach, Florida 32266.

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Richard R. Thames, 121 West Forsyth Street, Suite 600, Jacksonville, Florida 32202.

ARTICLE IX-INDEMNIFICATION

Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE X-MISCELLANEOUS

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

ARTICLE XI-AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

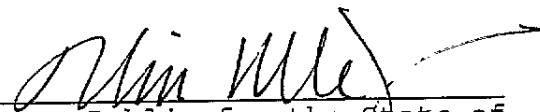
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29 day of March, 1999.

  
Richard R. Thames

Acknowledgement


STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing instrument was acknowledged before me this 29th day of March, 1999 by Richard R. Thames. He is personally known to me and did not take an oath.

  
Notary Public for the State of Florida at Large

My Commission Expires:


Commission Number:

 NINA M. LAFLEUR  
My Comm Exp. 6/03/2001  
Bonded By Service Ins  
No. CC652539  
 Personally Known  Other I.D.

**CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes (1993), the following is submitted:


First, that First Coast Trading of Jacksonville, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named Richard R. Thames, 121 W. Forsyth Street, Suite 600, City of Jacksonville, State of Florida 32202, as its agent to accept service of process within Florida.

  
Richard R. Thames, Incorporator

3-29-99  
Date

**ACCEPTANCE BY REGISTERED AGENT**

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 further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By   
Richard R. Thames

3-29-99  
Date

24463

99 APR -9 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**