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ATTORNEY AT LAW  
1279 KINGSLEY AVENUE  
SUITE 118  
ORANGE PARK, FLORIDA 32073

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(904) 269-1111  
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FILED  
99 JAN -7  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MAILING ADDRESS:  
POST OFFICE BOX 562  
TALLAHASSEE, FLORIDA 32306-0562  
JAN 11 1999

December 28, 1998

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-12/30/98-01020-009

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

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

Re: Articles of Incorporation  
Clay County Economic Development Council, Incorporated

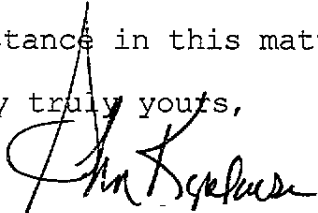
Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for Clay County Economic Development Council, Incorporated.

Also enclosed is my check in the amount of \$122.50 to cover the costs of incorporation.

Thank you for your assistance in this matter.

Very truly yours,

  
John Kopelousos

JK/ts

Enclosures

MARON

JAN -7 1999

W98-29312



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 31, 1998

JOHN KOPELOUSOS, ESQ.  
1279 KINGSLEY AVE., STE. 118  
ORANGE PARK, FL 32073

SUBJECT: CLAY COUNTY ECONOMIC DEVELOPMENT COUNCIL,  
INCORPORATED  
Ref. Number: W98000029312

We have received your document for CLAY COUNTY ECONOMIC DEVELOPMENT COUNCIL, INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6924.

Sharon Davis  
Document Specialist Supervisor

Letter Number: 998A00061150

FILED  
99 JAN -7 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CLAY COUNTY ECONOMIC DEVELOPMENT COUNCIL,  
INCORPORATED

We, the undersigned, desiring to form a corporation not for profit under the laws of the State of Florida and pursuant to Chapter 617, Florida Statutes, do hereby associate ourselves together and declare and agree as follows:

ARTICLE 1: NAME

The name of this corporation shall be Clay County Economic Development Council, Incorporated.

ARTICLE 2: PURPOSE

The purposes for which the corporation is organized are to promote and foster economic and industrial development of Clay County, Florida.

ARTICLE 3: POWERS

This corporation shall have all the powers as are now or may hereafter be granted by law to a corporation not for profit.

ARTICLE 4: DURATION

The duration of the corporation shall be perpetual.

ARTICLE 5: MEMBERSHIP

The corporation shall have members who may also be known as investors. Any person, corporation, association, partnership, governmental entity or estate shall be entitled to a membership if the qualifications set forth in the Bylaws are met. Those meeting the qualifications shall be admitted upon approval by the Board of Directors pursuant to the Bylaws.

Every member in good standing of the Committee of 100 by virtue of said membership is to be a member of this corporation. Admission shall be as provided in the Bylaws.

ARTICLE 6: INCORPORATORS

The name and residences of the incorporators subscribing to these Articles are:

NAME	ADDRESS
Jack Myers	320 Corporate Way Suite 200 Orange Park, FL 32073

Robert J. Head, Jr.      1329 Kingsley Avenue  
Suite A  
Orange Park, FL 32073

Helen Williford      First Union National Bank  
400 Blanding Boulevard  
Orange Park, FL 32073

Rande LeFevre      301 West Bay Street, # 1100  
Jacksonville, FL 32202

#### ARTICLE 7: OFFICE AND RESIDENT AGENT

The office and principal place of business of the corporation shall be at: 1734 Kingsley Avenue, Orange Park, Florida.

The resident agent of the corporation shall be Orien L. Pass, whose address is 1734 Kingsley Avenue, Orange Park, Florida 32073.

The office or resident agent may be changed by the Board of Directors.

#### ARTICLE 8: DIRECTORS

All corporate powers shall be exercised by or under the authority of and the affairs of the corporation shall be managed under the direction of the Board of Directors of the corporation, as provided in the By-laws.

The Directors shall be elected as provided in the Bylaws.

The Board of Directors of the Corporation shall have twelve directors. The number of directors may be either increased or diminished by the Bylaws but shall never be less than seven.

The names and addresses of the initial directors of the corporation are:

NAME	ADDRESS
Helen Williford	400 Blanding Boulevard Orange Park, FL 32073
Donald M. Pitts	Post Office Box 2107 Orange Park, FL 32067-2107
Peggy White	5001 St. Johns Avenue Palatka, FL 32177
Jack Myers	320 Corporate Way, Suite 200 Orange Park, FL 32073

Bucky Bunce	734 Blanding Boulevard Orange Park, FL 32065
Jim Price	Post Office Drawer H Green Cove Springs, FL 32043
Jon Wilkinson	6320 St. Augustine Road Suite 11 Jacksonville, FL 32217
Bob Head	Post Office Box 855 Orange Park, FL 32067-0855
Rande LeFevre	301 West Bay Street, #1100 Jacksonville, FL 32202
Jim Riggan	8715 Baymeadows Road Jacksonville, FL 32256
Ken Smallwood	Post Office Box 2211 Orange Park, FL 32067-2211

#### ARTICLE 9: OFFICERS

The officers of the corporation shall consist of a Chairman of the Board, one or more Vice-Chairmen, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors in the manner and at all times set out in the Bylaws. The other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. Any two or more offices may be held by the same person. The duties of the officers of the corporation shall be prescribed in the Bylaws.

#### ARTICLE 10: BYLAWS

The Bylaws of the corporation are to be made, altered, or rescinded by the Board of Directors of the corporation.

#### ARTICLE 11: AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the members of the corporation. Such amendments may be proposed and adopted in the manner provided in the Bylaws of the corporation.

ARTICLE 12: AUDIT

An audit of the financial records of the corporation shall be conducted annually at the close of the fiscal year by a firm of certified public accountants engaged by the Board of Directors.

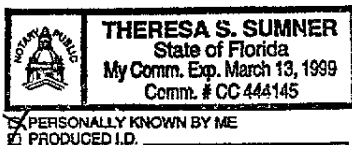
IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 17<sup>th</sup> day of December, 1998.

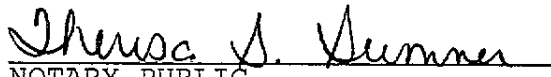
STATE OF FLORIDA  
COUNTY OF CLAY

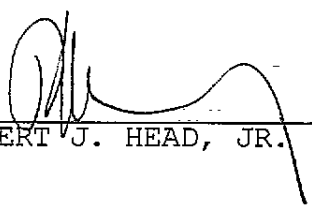
  
JACK MYERS

Before me personally appeared, JACK MYERS, to me personally known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17<sup>th</sup> day of December, 1998.



  
NOTARY PUBLIC  
State of Florida at Large

  
ROBERT J. HEAD, JR.

STATE OF FLORIDA  
COUNTY OF CLAY

Before me personally appeared, ROBERT J. HEAD, JR., to me personally known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17<sup>th</sup> day of December, 1998.

  
NOTARY PUBLIC

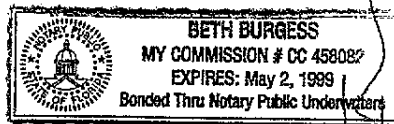


Helen Williford  
HELEN WILLIFORD

STATE OF FLORIDA  
COUNTY OF CLAY

Before me personally appeared, HELEN WILLIFORD, to me personally known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17<sup>th</sup> day of December, 1998.



Beth Burgess  
NOTARY PUBLIC

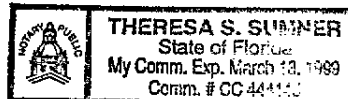
Rande Lefevre  
RANDE LEFEVRE

STATE OF FLORIDA  
COUNTY OF CLAY

Before me personally appeared, RANDE LeFEVRE, to me personally known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17<sup>th</sup> day of December, 1998.

Theresa S. Sumner  
NOTARY PUBLIC



☒ PERSONALLY KNOWN BY ME  
☐ PRODUCED I.D.

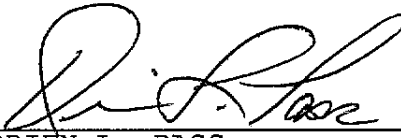
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

PURSUANT to the provisions of Chapters 48.091 and 607.0501,  
Florida Statutes, the following is submitted in compliance with  
said Act:

CLAY COUNTY ECONOMIC DEVELOPMENT COUNCIL, INCORPORATED, its  
principal office as indicated in the Articles of Incorporation at  
the City of Orange Park, County of Clay, State of Florida, has  
named Orien L. Pass, located at 1734 Kingsley Avenue, Orange Park,  
FL 32073, County of Clay, State of Florida, 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 the 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.

  
ORIEN L. PASS

**FILED**  
99 JAN -7 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA