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Division of Corporat

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : FORD, JETER & BOWLUS, P.A.

Account Number : 075350000442 Phone : (904)268-7227

: (904)262-3337 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

CARTER CENTER, INC.

Certificate of Status	
Certified Copy	9
Page Court (including Cover)	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION OF CARTER CENTER, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

Article I - Name

The name of this corporation is CARTER CENTER, INC.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

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

Article IV - Capital Shares

The aggregate number of shares which this corporation shall have authority to issue shall be 1,000 of a par value of \$1,00 per share.

Article V - Principal and Registered Office and Registered Agent

The street address of the principal office of the corporation is 9905 Old St. Augustine Road, Jacksonville, Florida 32217 and the address of the initial registered office of this corporation is 9905 Old St. Augustine Road, Jacksonville, Florida 32217, and the name of the initial registered agent at that address is J.E. Carter, Jr.

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided by the Bylaws, but shall never be fewer than one. The name and address of the initial directors of this corporation are:

Name Michael E. Carter Address 5000 Pinewood Avenue Jacksonville, FL 32257

CARTER CENTER, INC., a Florida corporation

FACLIENTS\carterisci and bylaws Revised March 9, 2000 (11;28AM)

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This Instrument prepared by:
Thereas M. Kenney, Ford, Jeter, Bowlus Duss & Morgan, P.A.
10110 San Jose Boulevard, Jacksonville, Florida 32257
Telephone (904) 268-7227 Facsimile (904) 252-3337

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Article VII - Incorporator

The name and address of the person signing these articles is:

<u>Name</u>

Theresa M. Kenney

<u>Address</u>

Ford, Jeter, Bowlus, Duss & Morgan P.A.

10110 San Jose Boulevard Jacksonville, Florida 32257

Article VIII - Indemnification

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent possible under Florida law or as may be more fully set forth in the by-laws.

Article IX - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Aday of March, 2000.

ieresa M. Kenney, Incom

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this

Theresa M. Kenney, who is personally known to me.

State of Florida at Large My Commission expires:

CARTER CENTER, INC., a Florida corporation

This instrument prepared by: Theress M. Kenney, Ford, Jeter, Bowlus Duss & Morgan, P.A. 10110 San Jose Boulevard, Jacksonville, Florida 32257 Telephone (904) 268-7227 Facsimile (904) 262-3337 2

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ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept such designation to act as registered agent, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

John E. Carter, Jr . Registered Agent

OO MAR -9 AM 10: 44
SECHETARY OF STATE

CARTER CENTER, INC., a Florida corporation

This instrument prepared by:
Theresa M. Kenney, Ford, Jeter, Bowlus Duss & Morgan, P.A.
10110 San Jose Sculevard, Jacksonville, Florida 32257
Talephone (904) 269-7227 Facsimile (904) 262-3337

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