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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -5 PM 2:52

ACCOUNT NO. : 072100000032
REFERENCE : 719491 121501A
AUTHORIZATION : *Patricia Pizeto*
COST LIMIT : \$ 78.75

ORDER DATE : June 5, 2000
ORDER TIME : 10:56 AM
ORDER NO. : 719491-005
CUSTOMER NO: 121501A

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CUSTOMER: C. Holt Smith, Iii, Esq
C. HOLT SMITH, III, ESQ
C. HOLT SMITH, III, ESQ
Suite 930
233 East Bay Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: CARL D. LANGSTON, JR., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

DLW

RECEIVED
00 JUN -5 PM 12:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/2/00

ARTICLES OF INCORPORATION

for

CARL D. LANGSTON, JR., INC.
(a corporation)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN -5 PM 2:52

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statutes (1999):

ARTICLE I. NAME AND ADDRESS

The name and address of the corporation is:

**Carl D. Langston, Jr., Inc.
733 Cesery Boulevard
Jacksonville, Florida 32211**

ARTICLE II. DURATION AND COMMENCEMENT

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles.

ARTICLE III. PURPOSES

This corporation is organized for the following purposes:

1. To own, develop and lease commercial real estate in the State of Florida.
2. To hire and/or train personnel for the purposes of carrying out these purposes.
3. To rent, lease, purchase and/or own facilities which are sufficient for the conduct and/or operation of the purposes of the corporation.
4. To transact any and all lawful business for which corporations may be incorporated or organized.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

ARTICLE VI. MANAGEMENT

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statutes (1997).

ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Agent of this corporation is 233 East Bay Street, Suite 930, Jacksonville, Florida 32202, and the name of the initial Registered Agent of this corporation at that address is **C. HOLT SMITH, III.**

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Directors of this corporation is:

CARL D. LANGSTON, JR. 733 Cesery Boulevard
 Jacksonville, Florida 32211

BETSY LANGSTON 733 Cesery Boulevard
 Jacksonville, Florida 32211

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

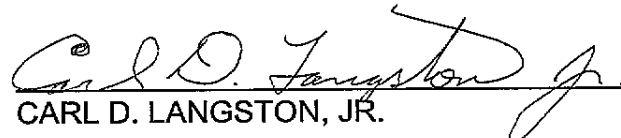
CARL D. LANGSTON, JR. 733 Cesery Boulevard
 Jacksonville, Florida 32211

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in

these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribing Incorporator has hereunto set his hand and seal this 2 day of June, 2000, for the purpose of forming this corporation under the laws of the State of Florida.

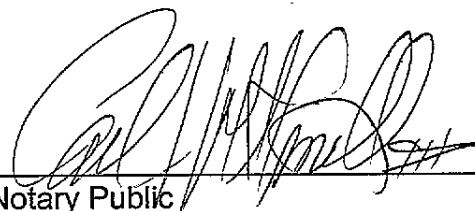

CARL D. LANGSTON, JR.

STATE OF FLORIDA
COUNTY OF DUVAL


I **HEREBY CERTIFY** that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **CARL D. LANGSTON, JR.**, who executed the foregoing instrument as Incorporator of **CARL D. LANGSTON, JR., INC.**, a corporation named herein, and acknowledged before me that he executed the same as such Incorporator, in the name of and on behalf of the said corporation. he is personally known to me _____ or has produced _____ as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 2 day of June, 2000.

(SEAL)



Notary Public
My Commission Expires:

 C Holt Smith III
My Commission CC734981
Expires April 19, 2002

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

FILED STATE
SECRETARY OF CORPORATIONS
09 JUN -5 PM 2:52

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

First, that **Carl D. Langston, Jr., Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Jacksonville, State of Florida, has named C. HOLT SMITH, III, located at 233 East Bay Street, Suite 930, City of Jacksonville, State of Florida, 32202, as its Agent to accept service of process within Florida.

Carl D. Langston, Jr., Inc.

By: 
CARL D. LANGSTON, JR., President/Director

DATED: June __, 2000

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.


G. HOLT SMITH, III
Registered Agent

DATED: June __, 2000