

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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USC - University, Inc.

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****551.25 *****78.75

☒ Art of Inc. File Cert.
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

FILED
00 JUL 25 PM 4:14
TALLAHASSEE, FLORIDA

T. Burch JUL 26 2000

Signature _____

Requested by:

LM 7/25 3:00

Name Date Time

Walk-In Will Pick Up

**ARTICLES OF INCORPORATION
OF**

WSC - UNIVERSITY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: WSC - University, Inc.

ARTICLE II

The general nature of the business to be transacted by this Corporation is food service and to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7500 shares of common voting stock and 7500 shares of common non-voting stock having a par value of One Dollar (\$1.00) per share.

The undersigned hereby subscribes to the Articles of Incorporation and agrees to take the number of shares as indicated.

<u>NAME</u>	<u>No. OF SHARES</u>	
David A. Chappell	100	(common voting stock)
Richard P. Taylor, Jr.	100	(common voting stock)
Authorized but not issued	7,300	(common voting stock)
Authorized but not issued	7,500	(common non-voting stock)

ARTICLE IV

This Corporation shall have perpetual existence.

ARTICLE V

The initial street address of the principal office of this Corporation is:

3814 University Boulevard, West
Jacksonville, Florida 32217

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Donald M. DuFresne, Esquire
Parker & DuFresne, P.A.
Churchill Park, Suite 301
8777 San Jose Boulevard
Jacksonville, Florida 32217

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have two Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

The names and addresses of the initial Directors of the Board of Directors are:

David A. Chappell
405 East Woodhaven Drive
Ponte Vedra Beach, Florida 32082

Richard P. Taylor, Jr.
1468 Silver Bell Lane
Orange Park, Florida 32063

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and qualified, whichever occurs first.

ARTICLE IX

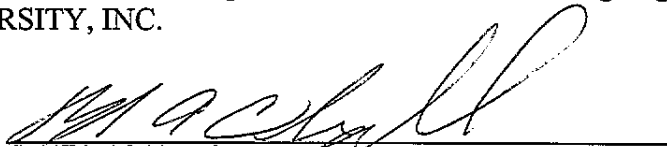
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

David A. Chappell
405 East Woodhaven Drive
Ponte Vedra Beach, Florida 32082

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

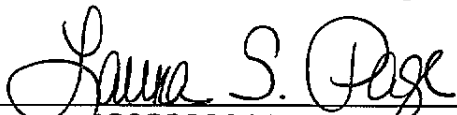
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on WSC - UNIVERSITY, INC.



DAVID A. CHAPPELL

**STATE OF FLORIDA
COUNTY OF DUVAL**

BEFORE ME, a Notary Public, personally appeared David A. Chappell, to me known to be the person described as Incorporator or whom has produced the following as identification: Florida Driver's License, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on WSC - University, Inc.



NOTARY PUBLIC - STATE OF FLORIDA
LAURA S. PAGE
MY COMMISSION # CC 911679
EXPIRES: Mar 12, 2004
1-800-3-NOTARY Fla. Notary Service & Bonding Co.

[Print, type, or stamp commissioned name of notary.]

☒ Personally known
☐ Produced identification
Type of identification produced FLDL

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office / registered agent, in the state of Florida.

1. Corporation Name: **WSC - UNIVERSITY, INC.**
2. Registered Agent Name and Address:

Donald M. DuFresne, Esquire
Parker & DuFresne, P.A.
Churchill Park, Suite 301
8777 San Jose Boulevard
Jacksonville, Florida 32217

DATED: _____

07/21/00

TITLE: _____

Donald M. DuFresne
WSC UNIVERSITY, INC.
Registered Agent

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.

SIGNATURE: _____

DATED: _____

Donald M. DuFresne
07/21/00

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