

FEB. 27. 2001 2:46PM
Division of Corporations

HOLLAND & KNIGHT

NO. 9883 Page 1:2

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : HOLLAND & KNIGHT OF JACKSONVILLE
Account Number : 074323003114
Phone : (904) 353-2000
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FLORIDA PROFIT CORPORATION OR P.A.

Johnson Family Properties, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
JOHNSON FAMILY PROPERTIES, INC.**

The undersigned, acting as incorporator of Johnson Family Properties, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Johnson Family Properties, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the initial principal office and the mailing address of the Corporation are:

1301 S. 1st Street
Unit 1501
Jacksonville Beach, FL 32250

ARTICLE III - COMMENCEMENT OF EXISTENCE

The Corporation will exist perpetually, commencing on February 27, 2001, unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation with the Florida Secretary of State.

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 100,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates 1301 S. 1st Street, Unit 1501, Jacksonville Beach, FL 32250 as the street address of the Corporation's initial registered office, and (ii) names Theodore S. Johnson as the Corporation's initial registered agent at that address to accept service of process within this state.

Prepared by Todd C. Johnson
Florida Bar No. 0997961
Holland & Knight LLP
50 N. Laura St., Suite 3900
Jacksonville, FL 32202
904-353-2000

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation has two (2) directors initially. The number of directors may be either increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1). The names of the initial directors are Theodore S Johnson and Patricia O. Johnson.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Theodore S. Johnson	1301 S. 1 st Street, Unit 1501 Jacksonville Beach, FL 32250

ARTICLE VIII - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

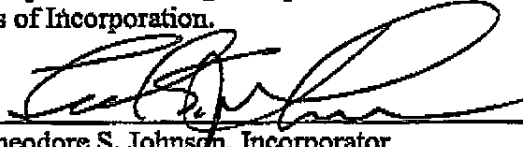
(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

FEB. 27. 2001 2:46PM

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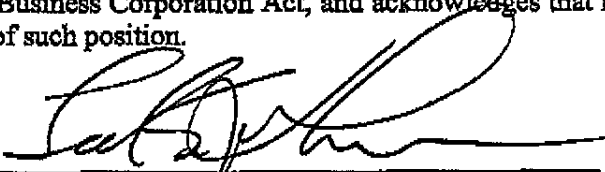
The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.


Theodore S. Johnson, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned corporation agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and acknowledges that it is familiar with, and accepts, the obligations of such position.

Dated: February 27, 2001


Theodore S. Johnson

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TALLAHASSEE, FLORIDA