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AUTHORIZATION :

Patricia Pizito

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ORDER DATE : May 24, 2001

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ORDER NO. : 162896-005

CUSTOMER NO: 4300043

CUSTOMER: Vito Piacente, Legal Asst
Proskauer Rose LLP

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1585 Broadway

New York, NY 10036-8299

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DIVISION OF CORPORATIONS

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TO AVOID
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: JCR INVESTMENTS OF
JACKSONVILLE CORP.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION
OF
JCR INVESTMENTS OF JACKSONVILLE CORP.**

2001 MAY 24 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I

Name

The name of the corporation is **JCR Investments of Jacksonville Corp.** (the "Corporation").

Article II

Duration

The Corporation shall have perpetual existence.

Article III

Purpose

The Corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the Corporation shall be:

1773 Singing Bird Lane
Jacksonville, FL 32223

Article V

Capital Stock

The Corporation is authorized to issue 1,000 shares of common stock at \$0.01 par value per share.

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of the Corporation is 1201 Hayes Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the Corporation at that address is Corporation Service Company.

Article VII

Initial Board of Directors

The Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors of the Corporation are:

James C. Richards
1773 Singing Bird Lane
Jacksonville, FL 32223

Catherine Hart
303 Peachtree Road, NE, Suite 4100
Atlanta, GA 30308

Article VIII

Incorporator

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

Ira Akselrad, Esq.
c/o Proskauer Rose LLP
1585 Broadway, Suite 24-54
New York, NY 10036

Article IX

Powers

The Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the Corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Bylaws

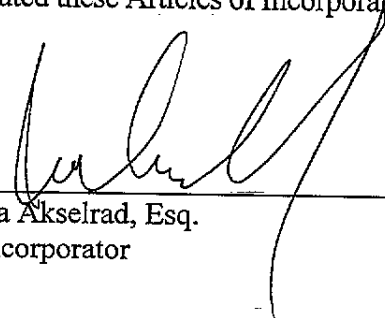
The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XII

Beginning of Corporate Existence

The corporate existence of this Corporation shall begin effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23rd day of May, 2001.



Ira Akselrad, Esq.
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.



Corporation Service Company

Registered Agent

Dated: 5-24-2001

2001 MAY 24 PM 3:59
TALLAHASSEE FLORIDA