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Corporate Records Bureau  
Division of Corporations  
DEPARTMENT OF STATE  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation, Inc. of Adams G. P., Inc.

Gentlemen:

Enclosed please find for filing two executed originals of the Articles of Incorporation of Adams G.P., Inc. effective upon the filing hereof in December, 2001.

This firm's check is enclosed in the amount of \$78.75 for the filing fee, designation of resident agent and one certified copy of the Articles of Incorporation.

Trusting you find the enclosed to be in order, I remain

Sincerely yours,

  
C. B. Myers

FILED  
01 DEC 21 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CBM/hls:Enclosures as Stated

H:\HOME\HLS\SECSTATEADAMSG.P.INC.

12-26-01  
T.B.

**ARTICLES OF INCORPORATION  
OF  
ADAMS G.P., INC.  
(a corporation for profit)**

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FILED  
01 DEC 21 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of this corporation is **ADAMS G.P., INC.**

**ARTICLE II  
DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

**ARTICLE III  
PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

**ARTICLE IV  
AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is **ONE THOUSAND (1,000)** shares of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

**ARTICLE V  
PRINCIPAL OFFICE**

The address of the principal office and the mailing address of the corporation shall initially be 2500 Dundee Road, Winter Haven, Florida, 33884, and the mailing address is: P. O. Box 1667,

Winter Haven, Florida, 33882.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office is 2500 Dundee Road, Winter Haven, Florida, 33884, and the name of its initial registered agent at that office is **DANIEL J. ADAMS**.

## **ARTICLE VII**

### **MANAGEMENT OF THE CORPORATION'S AFFAIRS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

## **ARTICLE VIII**

### **OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

## **ARTICLE IX**

### **INITIAL OFFICERS**

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

<b>President:</b>	<b>DANIEL J. ADAMS</b>
<b>Vice President/Treasurer:</b>	<b>JOHN P. ADAMS</b>
<b>Secretary/Asst. Treasurer:</b>	<b>PAULA A. FORREST</b>
<b>Asst. Secretary:</b>	<b>ANN D. ADAMS</b>

## **ARTICLE X**

### **BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be four (4). The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors

shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

**DANIEL J. ADAMS:** 2500 Dundee Road  
Winter Haven, Florida, 33884

**JOHN P. ADAMS:** 2500 Dundee Road  
Winter Haven, Florida, 33884

**ANN D. ADAMS:** 2500 Dundee Road  
Winter Haven, Florida, 33884

**PAULA A. FORREST:** 2500 Dundee Road  
Winter Haven, Florida, 33884

## **ARTICLE XI**

### **NAMES AND ADDRESSES OF INCORPORATORS**

The name and address of the incorporator of this corporation are as follows:

**DANIEL J. ADAMS**  
2500 Dundee Road  
Winter Haven, Florida, 33884

## **ARTICLE XII**

### **BYLAWS**

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

## **ARTICLE XIII**

### **MEETINGS OF THE SHAREHOLDERS**

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

## **ARTICLE XIV**

### **QUORUM AT SHAREHOLDERS' MEETING**

A majority of the shares entitled to vote, represented in person or by proxy, shall

constitute a quorum at a meeting of the shareholders of the corporation.

## **ARTICLE XV AMENDMENT OF ARTICLES**

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

**IN WITNESS WHEREOF**, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 18<sup>th</sup> day of December, 2001.

Signed, sealed and delivered  
in the presence of:





"Two Witnesses"




**DANIEL J. ADAMS**  
as incorporator

**STATE OF FLORIDA  
COUNTY OF POLK**

The foregoing Articles of Incorporation was acknowledged before me this 18<sup>th</sup> day of December, 2001, by **DANIEL J. ADAMS**, who is personally known to me.




(SEAL)

  
Name: Nicole Grant  
Notary Public, State of Florida  
Commission Expires: 3-31-03  
Commission No: CC 822686

## **ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent, and state that I am familiar with, and accept, the obligations provided for registered agents in the Florida Business Corporation Act.

Dated: December 18, 2001



DANIEL J. ADAMS