

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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helps Management Co, Inc

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02 JAN 14 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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File/ST

- ☒ Art of Inc. File
- ☐ 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 J BRYAN JAN 14 2002
- ☐ UCC 11 Retrieval
- ☐ Courier

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Signature

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**ARTICLES OF INCORPORATION  
OF  
PHELPS MANAGEMENT CO., INC.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE I**

The name of this corporation shall be *PHELPS MANAGEMENT CO., INC.*, hereinafter referred to as the "corporation."

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II

**ARTICLE IV**

This corporation has the authority to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

This corporation is to exist perpetually.

## **ARTICLE VI**

The initial street address of the principal office of this corporation in the State of Florida is 1340 Olde Doubloon Drive, Vero Beach, Florida 32963. The Board of Directors may from time to time move the principal office to any other address in Florida.

## **ARTICLE VII**

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

## **ARTICLE VIII**

The name and street address of the incorporator is:

Henry B. Phelps	1340 Olde Doubloon Drive
	Vero Beach, Florida 32963

## **ARTICLE IX**

The name and street addresses of the first Board of Directors are:

Henry B. Phelps	1340 Olde Doubloon Drive
	Vero Beach, Florida 32963

The directors shall hold office until the first annual meeting or until his or her successor is elected or appointed and qualified as provided in the By-Laws.

## **ARTICLE X**

The registered agent for service of process within this state shall be Charles E. Garriss, whose street address is 817 Beachland Boulevard, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal, the 11<sup>th</sup> day of January, 2002.

Henry B Phelps  
HENRY B. PHELPS, Incorporator

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Acknowledged before by HENRY B. PHELPS this 11 day of January, 2002.

[Signature]



Charles E. Garris  
MY COMMISSION # DD056862 EXPIRES  
November 21, 2005  
BONDED THROUGH TROY PAIR INSURANCE, INC.

(Print, type, or stamp commissioned name of notary public)

Personally known X or produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_

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### CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated this 11 day of January, 2002.

[Signature]  
CHARLES E. GARRIS  
Registered Agent