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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

900004771989--4  
-01/14/02--01023--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: St. Augustine Pubs, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
ADDITIONAL COPY REQUIRED

FROM: Leo J. Kight, Jr.  
Name (Printed or typed)

835 Gerona Road  
Address

St. Augustine, FL 32086  
City, State & Zip

(904) 797-2079  
Daytime Telephone number

FILED  
2002 JAN 14 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

File 1/22/02

EFFECTIVE DATE

01/10/02

ARTICLES OF INCORPORATION

OF

ST. AUGUSTINE PUBS, INC.

FILED

2002 JAN 14 PM 1:34

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: **St. Augustine Pubs, Inc.**, 835 Gerona Road, St. Augustine, Florida 32086.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States and of this state.

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise to dispose of and deal in, lands and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and franchises, rights, licenses or privileges necessary, convenient, or appropriate for any of the purposes herein expressed.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise to dispose of, and to invest in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, now or hereafter permitted by law.

To conduct business in, have one or more offices in and to buy, hold, mortgage, sell, convey, lease, or otherwise to dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and to execute such mortgages, transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or any other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or country, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida law, and all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand Five Hundred (1,500) shares of common stock of par value of \$1.00 per share.

Cumulative voting shall not be permitted.

The shareholders may, by by-law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

#### ARTICLE IV

This corporation is to exist perpetually, and its corporate existence shall be effective January 10, 2002.

#### ARTICLE V

The Board of Directors may from time to time move the principal office to any other address in Florida. The initial address of the principal office of this corporation in the State of Florida is: 835 Gerona Road, St. Augustine, Florida 32086.

#### ARTICLE VI

The number of directors may be increased or diminished from time to time by the by-laws adopted by the shareholders, but shall never be less than one. Initially, the number of directors shall be three (3).

#### ARTICLE VII

The name and mailing addresses of the members of the initial board of directors are:

<u>Name</u>	<u>Address</u>
David J. Fleming	4020 Barbara Terrace St. Augustine, Florida 32086
Leo J. Kight, Jr.	835 Gerona Road St. Augustine, Florida 32086
Karen T. Sullivan-Kight	835 Gerona Road St. Augustine, Florida 32086

#### ARTICLE VIII

The name and mailing address of the incorporator to these articles of incorporation is: Leo J. Kight, Jr., 835 Gerona Road, St. Augustine, Florida 32086.

#### ARTICLE IX

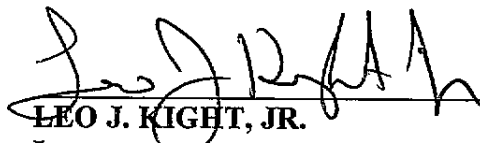
The corporation shall indemnify any and all persons who may serve and who have served at any time as directors or officers, or who at the request of the board of directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his or her negligence or misconduct in the performance of his or her duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by-law, agreement, vote of stockholders, or otherwise, and the corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The registered office shall be 835 Gerona Road, St. Augustine, Florida, 32086,  
and the registered agent at that same address is LEO J. KIGHT, JR.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law.  
Every amendment shall be approved by the holder or holders of a majority of the stock  
entitled to vote thereon.

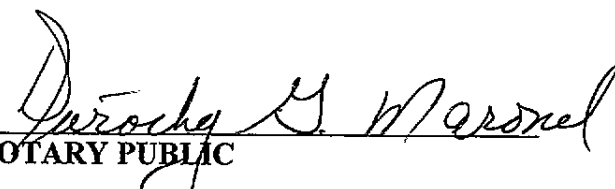
  
LEO J. KIGHT, JR.  
Incorporator

STATE OF FLORIDA

COUNTY OF ST. JOHNS

I hereby certify that on this day, before me, a Notary Public duly authorized in the  
State and County named above to take acknowledgments, personally appeared before me  
LEO J. KIGHT, JR., to me well known to be the person described as the incorporator in  
and who executed the foregoing Articles of Incorporation, and he acknowledges before  
me that he subscribed to those Articles of Incorporation.


WITNESS my hand and official seal in the County and State named above, this  
10<sup>th</sup> day of January, 2002.

  
NOTARY PUBLIC

**ACKNOWLEDGMENT AND ACCEPTANCE OF  
REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Date: January 10, 2002.

  
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**LEO J. KIGHT, JR.**  
**Registered Agent**

**FILED**  
2002 JAN 14 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA