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March 25, 2002

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

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-04/01/02--01054--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**RE: Filing of Articles for Young & Ritch, Inc.**

To Division of Corp.:

Please find the attached original signed Articles along with a copy and a self addressed stamped envelope for return as a certified copy.

If you should have any questions, please do not hesitate to contact me.

Sincerely,



Ian C. White

**EFFECTIVE DATE**  
03-26-02

FILED  
02 APR -1 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

gc 4/5

# ARTICLES OF INCORPORATION

OF

## YOUNG & RITCH, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

FILED  
02 APR - 1 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE I NAME

**Section 1.1. Name.** The name of the corporation is **Young & Ritch, Inc.**

### ARTICLE II DURATION

**Section 2.1. Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

### ARTICLE III PURPOSES

EFFECTIVE DATE

03-26-04

**Section 3.1. Purposes.** This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

### ARTICLE IV CAPITAL STOCK

**Section 4.1. Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share.

The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

**ARTICLE V**  
**PRINCIPAL OFFICE**

The principal office and street address of the corporation is 2712 SW 34<sup>th</sup> St., Apt. 213, Gainesville, Florida 32608, and the mailing address of the corporation is P.O. Box 142282, Gainesville, Florida 32614.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

**Section 6.1. Name and Address.** The street address of the initial registered office of this corporation is 2712 SW 34<sup>th</sup> St., Apt. 213, Gainesville, Florida 32608, and the name of the initial registered agent of this corporation is **John Wyley Ritch, Jr.**, whose address is 2712 SW 34<sup>th</sup> St., Apt. 213, Gainesville, Florida 32608.

**ARTICLE VII**  
**DIRECTORS**

**Section 7.1. Number.** This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one.

**Section 7.2. Initial Directors.** The names and street addresses of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
John "Wyley" Ritch, Jr.	2712 SW 34 <sup>th</sup> St., Apt. 213 Gainesville, Florida 32608
Donald "Donnie" G. Young, Jr.	2712 SW 34 <sup>th</sup> St., Apt. 213 Gainesville, Florida 32608

**Section 7.3. Compensation.** The board of directors are hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

**Section 7.4. Indemnification.** The board of directors are hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent as permitted by law.

**ARTICLE VIII**  
**BYLAWS**

**Section 8.1. Bylaws.** The initial Bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX**  
**INCORPORATOR**

**Section 9.1. Name and Address.** The name and street address of the incorporator of this corporation is:

John Wyley Ritch, Jr.

2712 SW 34<sup>th</sup> St., Apt. 213  
Gainesville, Florida 32608

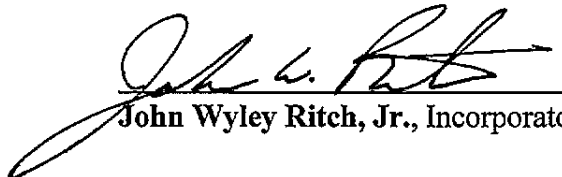
**ARTICLE X**  
**MISCELLANEOUS**

**Section 10.1. Conflicts.** In the case of any conflict between these Articles and the Bylaws, the Articles shall control.

**Section 10.2. Governing Law.** These Articles shall be governed by and interpreted in accordance with the laws of the State of Florida.

**Section 10.3. Headings.** The headings in these Articles are solely for the convenience of reference and shall be given no effect in the construction or interpretation of these Articles.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 26 day of March, 2002.

  
John Wyley Ritch, Jr., Incorporator

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.0501, the following is submitted:

**Young & Ritch, Inc.** desiring to organize or qualify under the laws of the State of Florida hereby designates **John Wyley Ritch, Jr.**, its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 2712 SW 34<sup>th</sup> St., Apt. 213, Gainesville, Florida 32608.

DATED this 26 day of March, 2002.

  
John Wyley Ritch, Jr.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 26 day of March, 2002.

  
John Wyley Ritch, Jr.

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