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**FLORIDA
TRUST
SERVICES**

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Everett H. Bondurant, Jr.
President and Sr. Trust Officer

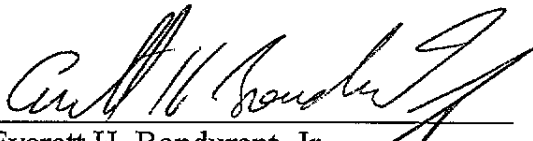
April 3, 2002

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****122.50 *****78.75

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

SUBJECT: Jacksonville Beach Children's Orchard, Inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50. Once the Articles are filed, please forward to me a certified copy of said Articles.



Everett H. Bondurant, Jr.
President and Sr. Trust Officer

From: Everett H. Bondurant, Jr.
One San Jose Place
Suite 17
Jacksonville, FL 32257
904-262-1311

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 APR -8 PM 4:46

4-15-02
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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
JACKSONVILLE BEACH CHILDREN'S ORCHARD, INC.**

ARTICLE I NAME

The name of the corporation shall be: Jacksonville Beach Children's Orchard, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

14444 Beach Blvd., Suite 57

Jacksonville, Florida 32250

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Everett H. Bondurant, Jr.

c/o Florida Trust Services

One San Jose Place, Suite 17

Jacksonville, Florida 32257

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Maywood W. Ellsworth

1300 Shetter Avenue, Lot 42

Jacksonville Beach, Florida 32250

The undersigned has executed these Articles of Incorporation this 4th day of APRIL, 2002.

Maywood W. Ellsworth
Maywood W. Ellsworth
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR -8 PM 4:46

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

Jacksonville Beach Children's Orchard, Inc.

2. The name and address of the registered agent and office is:

Everett H. Bondurant, Jr.

c/o Florida Trust Services

One San Jose Place, Suite 17

Jacksonville, Florida 32257

Signature:

Maywood W. Ellsworth
Maywood W. Ellsworth

Title: Incorporator

Date:

4/4/2002

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature: _____

Everett H. Bondurant, Jr.

Date: _____

4/4/2002

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