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May ²²20, 2002

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

RE: Bayfront Construction and Development Corporation of Jacksonville, Inc.

Gentlemen:

Please file the enclosed Articles of Incorporation for the above corporation. I have enclosed our firm check in the amount of \$78.75, which represents the filing fee and the fee for a certified copy. Please forward the certified copy to the undersigned in the enclosed envelope. Thank you.

Very truly yours,



Eliot J. Safer

EJS/rc
Enclosures

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*****78.75 *****78.75

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 MAY 23 AM 11:15

F. GHESSER MAY 24

**ARTICLES OF INCORPORATION
OF
BAYFRONT CONSTRUCTION AND DEVELOPMENT
CORPORATION OF JACKSONVILLE, INC.**

FILED
STATE OF FLORIDA
TALLAHASSEE, FL
02 MAY 23 AM 11:45

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be **Bayfront Construction and Development Corporation of Jacksonville, Inc.**

**Article II
Principal Office and Mailing Address**

The principal place of business and mailing address of this corporation shall be 11630 Thornapple Drive, Jacksonville, Florida 32223.

**Article III
Capital Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

**Article IV
Initial Registered Agent and Address**

The street address of the initial registered office of this corporation is 10110 San Jose Blvd., Jacksonville, Florida 32257 and the initial registered agent at that office is Eliot J. Safer.

**Article V
Incorporator**

The name and street address of the incorporator of this corporation are:

Eliot J. Safer, Esquire
Ford, Jeter, Bowlus, Duss, Morgan, Kenney & Safer, P.A.
10110 San Jose Blvd.
Jacksonville, Florida 32257

This Instrument Prepared By:
Eliot J. Safer
Attorney at Law
Florida Bar No. 194511
Ford, Jeter, Bowlus, Duss, Morgan, Kenney & Safer, P.A.
10110 San Jose Blvd.
Jacksonville, FL 32257
(904) 268-7227

Article VI
Duration

This corporation shall exist perpetually.

Article VII
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 VIII
Directors

(a) This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

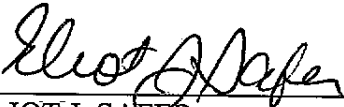
(b) The name and street address of the initial directors of the corporation are:

Roland S. Baker
11630 Thornapple Drive
Jacksonville, Florida 32223

Joseph Hafner
11630 Thornapple Drive
Jacksonville, Florida 32223

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 20th day of May, 2002.



ELIOT J. SAFER

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

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

Bayfront Construction and Development Corporation of Jacksonville, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates ELIOT J. SAFER as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be FORD, JETER, BOWLUS, DUSS, MORGAN, KENNEY & SAFER, P.A. 10110 San Jose Boulevard, Jacksonville, FL 32257.

DATED this 20th day of May, 2002.



ELIOT J. SAFER

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 20th day of May, 2002.



ELIOT J. SAFER

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 23 AM 11:45