

Watson & Osborne, P.A.  
Attorneys at Law

KEITH WATSON  
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PD2000059216

REPLY TO:  
2500 MONUMENT ROAD, SUITE 201

May 23, 2002

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

400005622084--7  
-05/28/02--01085--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: *Seely & Hewlett Enterprise, Inc.*

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Seely & Hewlett Enterprise, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,

Lee S. Osborne

LSO/cys

Enclosures

FILED  
02 MAY 28 PM 1:32  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

BM 5/29

**ARTICLES OF INCORPORATION**  
**FOR**  
**SEELY & HEWLETT ENTERPRISE, INC.**

FILED  
02 MAY 28 PM 1:32  
CLERK OF DISTRICT COURT  
FLORIDA 1ST JUDICIAL CIRCUIT

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

**ARTICLE I**

Name, Location and  
Mailing Address of Principal Office

The name of the corporation is SEELY & HEWLETT ENTERPRISE, INC. The principal office and mailing address of this corporation is 5609 Baxter Lake Drive, Jacksonville, Florida 32258.

**ARTICLE II**

Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

Capital Stock

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2)(or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien. The corporation is authorized to issue 1,000 shares of capital stock, of which five hundred (500) shares shall be held by Nancy Seely and five hundred (500) shares shall be held by Janis Hewlett, each share having a par value of \$1.00.

**ARTICLE IV**

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5609 Baxter Lake Drive, Jacksonville, Florida 32258, and the name of the initial registered agent of the corporation at that address is Janis Hewlett.

**ARTICLE V**  
**Directors**

This corporation shall initially have two directors. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
Nancy Seely	6636 Cabello Drive Jacksonville, FL 32226	President, Secretary
Janis Hewlett	5609 Baxter Lake Dr. Jacksonville, FL 32258	Vice President, Treasurer

**ARTICLE VI**  
**Incorporator**

The name and street address of the incorporators of this corporation are Janis Hewlett, of 5609 Baxter Lake Drive, Jacksonville, Florida 32258, and Nancy Seely, of 6636 Cabello Drive, Jacksonville, Florida 32226.

**ARTICLE VII**  
**By-Laws**

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

**ARTICLE VIII**  
**Restrictions on Transfer of Stock**

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

**ARTICLE IX**  
**Director Compensation**

The Board of Directors is hereby specifically authorized to make provision 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 directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.

**ARTICLE X**  
**Indemnification**

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.

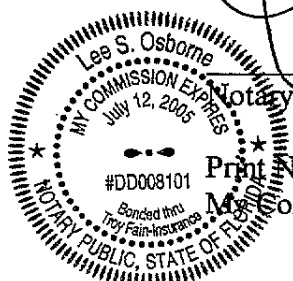
IN WITNESS WHEREOF, the incorporators have executed these Articles the 23rd  
day of May, 2002.

Janis Hewlett  
Janis Hewlett, Incorporator

Nancy Seely  
Nancy Seely, Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

May The foregoing instrument was acknowledged before me this 23rd day of  
2002 by Janis Hewlett and Nancy Seely.



Lee S. Osborne  
Notary Public, State of Florida

Print Name: Lee S. Osborne

My Commission Expires:

Personally known \_\_\_\_\_ or produced identification: Florida D.L. 1H430-432-48-  
643-0

Florida D.L. S400-636-57-  
531-0

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA AND  
NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

SEELY & HEWLETT ENTERPRISE, INC., desiring to organize under the laws of the State of Florida as a corporation, has named Janis Hewlett, who maintains an office at 5609 Baxter Lake Drive, Jacksonville, Florida 32258, as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 23rd day of May, 2002.

By: Janis Hewlett  
Janis Hewlett, Incorporator

Nancy Seely  
Nancy Seely, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 23rd day of May, 2002.

Janis Hewlett  
Janis Hewlett

**FILED**  
02 MAY 28 PM 1:32  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA