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August 21, 2002

Secretary of State  
State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

VIA HAND-DELIVERY

Re: Filing of Articles of Incorporation for BTCA, INC.

400007305604--2  
-08/23/02--01023--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation and Resident Agent Designation for the above-referenced corporation. Also enclosed is our firm's check made payable to Florida Secretary of State in the amount of \$87.50 representing the following:

1.	Filing fees	\$70.00
2.	Certified copy of Articles	8.75
3.	Certificate of Status	8.75
<b>TOTAL</b>		<b>\$ 87.50</b>

Please call me at 425-5306 when the Articles are ready to be picked up.

Thank you for your cooperation. If you have any questions, please do not hesitate to call me.

Yours truly,

*Kathryn T. May*

Kathryn T. May, Assistant to  
M. Julian Proctor, Jr.

/ktm  
Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2002 AUG 23 PM 12:18

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2002 AUG 23 PM 12:18

**ARTICLES OF INCORPORATION OF  
BTCA, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby files these Articles of Incorporation of BTCA, INC., a corporation under the laws of the State of Florida.

**ARTICLE I  
Name and Principal Office**

The name of this Corporation shall be **BTCA, INC.** The principal place of business and mailing address of this Corporation shall be 1913 Sageway Drive, Tallahassee, Florida 32303.

**ARTICLE II  
Purpose and Nature of Business**

The sole purpose for which the Corporation is formed is to engage in such lawful activities permitted to corporations under the laws of the State of Florida.

**ARTICLE III  
Stock**

The authorized capital stock of this Corporation shall consist of 100 shares of Common Stock with a par value of One Dollar (\$1.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreements.

**ARTICLE IV  
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V  
Incorporator**

The name and street address of the Incorporator of this Corporation is as follows:

**MICHAEL K. LAUNER**  
1913 Sageway Drive  
Tallahassee, Florida 32303

**ARTICLE VI**

### **Term of Corporate Existence**

This Corporation shall exist perpetually or until it is dissolved according to the provisions of Florida law.

### **ARTICLE VII**

#### **Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 1913 Sageway Drive, Tallahassee, Florida 32303. The name of the initial Registered Agent of the Corporation at the above address shall be **MICHAEL K. LAUNER**. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

### **ARTICLE VIII**

#### **Initial Board of Directors**

The Corporation shall have at least one (1) and no more than three (3) directors. The names and street addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the shareholders, and thereafter until any successors are elected, are as follows:

<u>Name</u>	<u>Address</u>
Michael K. Launer	1913 Sageway Drive Tallahassee, Florida 32303
Marilyn J. Young	1913 Sageway Drive Tallahassee, Florida 32303

### **ARTICLE IX**

#### **Officers**

The Corporation shall have a President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

<u>Name/Office</u>	<u>Address</u>
Marilyn J. Young President/Treasurer	1913 Sageway Drive Tallahassee, Florida 32303
Michael K. Launer Vice-President/Secretary	1913 Sageway Drive Tallahassee, Florida 32303

**ARTICLE X**  
**Indemnification**

The Corporation may indemnify any director or officer made a party or threatened to be made a party to any pending or completed action, suit or proceeding:

- (i) whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or in the right of the Corporation to procure a judgment in its favor). brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director, officer, employee or agent of the Corporation;
- (ii) against judgments, fines, amounts paid in settlement and expenses, including attorneys' fees, actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful.

The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify its officers, directors, agents and employees under any applicable law.

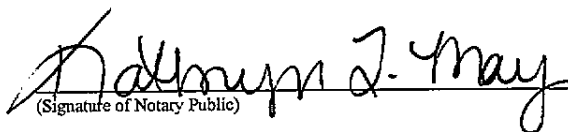
**IN WITNESS WHEREOF**, the undersigned, have duly adopted and executed these Articles of Incorporation on this the 21<sup>st</sup> day of August, 2002.

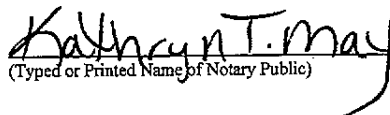
  
\_\_\_\_\_  
**MICHAEL K. LAUNER**  
**Incorporator/Director**

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of August, 2002, by **MICHAEL K. LAUNER**. Such person: ( ☒ ) is personally known to me; ( ☐ ) produced a current Florida driver's license as identification.

(Notarial Seal)

  
(Signature of Notary Public)

  
(Typed or Printed Name of Notary Public)

FILED

2002 AUG 23 PM 12: 18

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE  
OF  
BTCA, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**BTCA, INC.**, desiring to organize as a corporation under the laws of the State of Florida, has designated 1913 Sageway Drive, Tallahassee, Florida 32303 as its initial Registered Office and has named **MICHAEL K. LAUNER**, located at said address, as its initial Registered Agent.

  
\_\_\_\_\_  
**MICHAEL K. LAUNER**  
Vice-President

Date: 21 August 2002

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

  
\_\_\_\_\_  
**MICHAEL K. LAUNER**  
Registered Agent

Date: 21 August 2002