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Division of Corporations

ROGERS TOWERS

NO. 1448 P. 1

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Page 1 of 2  
NOV 21 PM 4:42  
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TALLAHASSEE, FLORIDA

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Account Number : 076666002273  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Nassau Distribution Company**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
NASSAU DISTRIBUTION COMPANY**

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**ARTICLE I - NAME**

The name of this corporation (this "Corporation") is Nassau Distribution Company.

**ARTICLE II - ADDRESS**

The address of the principal office and mailing address of this Corporation is 231 North Front Street, Fernandina Beach, Florida 32035.

**ARTICLE III - CAPITAL STOCK**

The amount of authorized capital stock of this Corporation shall be one thousand (1,000) shares of common stock, all of which shall be of the par value of \$0.01 per share, which shall be divided into two (2) classes as follows:

**Class A (Voting) Common Stock.** This Corporation shall have five hundred (500) shares of Class A (Voting) Common Stock, \$0.01 par value, authorized for issuance. Such class of Common Stock may be referred to as the "Class A Stock" or the "Voting Stock," both of which terms shall be deemed to refer to the Class A (Voting) Common Stock. The Class A (Voting) Common Stock shall possess all the voting rights with respect to any matter which may or must be submitted for a vote, consent or approval of shareholders of this Corporation.

**Class B (Non-Voting) Common Stock.** This Corporation shall have five hundred (500) shares of Class B (Non-Voting) Common Stock, \$0.01 par value, authorized for issuance. Such class of Common Stock may be referred to as the "Class B Stock" or the "Non-Voting Stock," both of which terms shall be deemed to refer to the Class B (Non-Voting) Common Stock. The Class B (Non-Voting) Common Stock shall possess no voting rights with respect to any matter which may or must be submitted for a vote, consent or approval of shareholders of this Corporation.

**All Other Rights Identical.** Except as provided above with respect to the voting rights of the Class A (Voting) Common Stock, the two classes of this Corporation's Common Stock shall be identical in all respects, including, without limitation, rights to receive dividends, if any, declared by the Board of Directors of this Corporation, and the rights to receive proceeds of any liquidation of this Corporation.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207 and the name of its initial registered agent at such address is Michael A. Wodrich.

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**ARTICLE V - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of this Corporation shall be three and the name and address of such person who is to serve as member thereof is:

NAME	ADDRESS
Y. E. Hall, Jr.	231 North Front Street Fernandina Beach, Florida 32035
Gretchen Hall Swinson	231 North Front Street Fernandina Beach, Florida 32035
Christina Bryan	231 North Front Street Fernandina Beach, Florida 32035

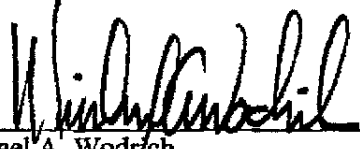
**ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator is Michael A. Wodrich, 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207.

**ARTICLE VII - AMENDMENT**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of November, 2002.

  
\_\_\_\_\_  
Michael A. Wodrich  
Incorporator

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02 NOV 21 PM 4:4  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named 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 Nassau Distribution Company.
2. The name and address of the registered agent and office are Michael A. Wodrich, 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207.

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.



Michael A. Wodrich  
Registered Agent

Date: November 21, 2002