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Sheffield & Boatright

ATTORNEYS AT LAW

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March 20, 2003

New Filings
Division of Corporations
Secretary of State
PO Box 6327
Tallahassee, Florida 32314

Re: GROUP IV AVENUES, INC.

Dear Sir/Madam:

Please find enclosed the articles of incorporation for GROUP IV AVENUES, INC., along with the filing fee for \$78.75.

Please return the certified copy to us. Thank you for your assistance.

Very sincerely yours,

Sabrina L. Roper

/slr

Enclosures

ARTICLES OF INCORPORATION

OF

GROUP IV AVENUES, INC.



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

Section 1.1. Name. The name of the corporation is GROUP IV AVENUES, INC.

ARTICLE II

Duration

<u>Section 2.1.</u> <u>Duration</u>. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

<u>Section 3.1.</u> <u>Purposes.</u> 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 IV

Capital Stock

<u>Section 4.1.</u> <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of voting common stock.

The shares of stock may be issued for such consideration, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor_or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

Principal Office

The principal office and mailing address of the corporation is 5605 Florida Mining Blvd., South, Suite 11, Jacksonville, Florida 32257.

<u>ARTICLE VI</u>

Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 5605 Florida Mining Blvd., South, Suite 11, Jacksonville, Florida 32257 and the name of the initial registered agent of this corporation is William T. Spinner.

ARTICLE VII

Directors

Section 7.1. Number. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 7.2. Initial Directors and Officers. The names and street addresses of the members of the first board of directors and officers of the corporation are:

NAME

STREET ADDRESS

Kurt Langsenkamp Director

Suite 11

Jacksonville, Florida 32257

Robert S. Walters, Trustee of the

Robert S. Walters Revocable Trust U/D/T

March 11, 2002

Director

5605 Florida Mining Blvd., South

5605 Florida Mining Blvd., South

Suite 11

Jacksonville, Florida 32257

William T. Spinner

Director

5605 Florida Mining Blvd., South

Suite 11

Jacksonville, Florida 32257

<u>Section 7.3.</u> <u>Compensation</u>. 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 therefor in any form.

<u>Section 7.4.</u> <u>Indemnification</u>. 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.

ARTICLE VIII

Bylaws

<u>Section 8.1</u> <u>Bylaws</u>. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

William T. Spinner 5605 Florida Mining Blvd., Suite 11 Jacksonville, Florida 32257

	corporator has executed these Articles the -
day of March, 2003.	When
	William T. Spinner
STATE OF FLORIDA	
COUNTY OF DUVAL	
	knowledged before me this day of March,
2003, by William T. Spinner who is pers	conally known to me. frit
Scott R Boatright	Notary Public
My Commission DD139514 Expires September 14, 2008	My Commission expires:

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

In compliance with FLA. STAT. Sections 48.091 and 607.0501, the following is submitted:

GROUP IV AVENUES, INC. desiring to organize or qualify under the laws of the State of Florida hereby designates William T. Spinner its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 5605 Florida Mining Blvd., South, Suite 11, Jacksonville, Florida 32257

William 7. Spinner

Dated: March _____, 2003

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

William T. Spinner

Dated: March ____, 2003

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SECRETARY OF STATE