

Sent by: FISHERTOUSEY
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9043550233

06/30/04 4:00PM; JetFax #544; Page 1

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Florida Department of State
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Division of Corporations
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From:

Account Name : FISHER, TOUSEY, LEAS & BALL
Account Number : 119990000021
Phone : (904) 356-2600
Fax Number : (904) 355-0233

FLORIDA PROFIT CORPORATION OR P.A.

Derby House, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

04 JUN 30 AM 9:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

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DEPARTMENT OF STATE 6/30/2004 9:35 PAGE 1/1 R1201FAX



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 30, 2004

FISHER, TOUSEY, LEAS, & BALL

SUBJECT: DERBY HOUSE, INC.
REF: W04000025081

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Tim Burch
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New Filings Section

FAX Aud. #: H04000135949
Letter Number: 204A00042592

((H04000135949 3))

**ARTICLES OF INCORPORATION
OF
DERBY HOUSE, INC.**

04 JUN 30 AM 9:31
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation is Derby House, Inc.

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at, and its mailing address is, 1604 Stockton Street, Jacksonville, Florida 32204.

ARTICLE III: CAPITAL STOCK

(a) Authorized Shares. The total number of shares that may be issued by the Corporation is 100,000 having a par value of \$0.10 per share. Each of the shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the capital stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for fully and shall be nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

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ARTICLE VIII: DURATION

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 (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these Articles of Incorporation this 29 day of June, 2004.



N. B. Corbin, Jr.

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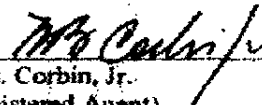
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Derby House, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificate of Incorporation, in the City of Jacksonville, County of Duval, State of Florida, has named N. B. Corbin, Jr., located at 1604 Stockton Street, City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



N. B. Corbin, Jr.
(Registered Agent)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUN 30 AM 9:31

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