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MAY 2004  
STATE  
OF FLORIDA

11/10/04

# TRANSMITTAL LETTER

2004 NOV -5 PM 3:35

STATE  
TALLAHASSEE FLORIDA

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

SUBJECT: NICHOLSON, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00       \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

\$78.75       \$87.50  
Filing Fee      Filing Fee,  
                    & Certified Copy      Certified Copy  
                    & Certificate of      & Certificate of  
                    Status      Status

**ADDITIONAL COPY REQUIRED**

FROM: WILLIAM G. NOE, JR., ESQ.  
Name (Printed or typed)

599 ATLANTIC BOULEVARD, SUITE 6  
Address

ATLANTIC BEACH, FLORIDA 32233  
City, State & Zip

(904) 249-7241

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**CERTIFICATE OF INCORPORATION**

**OF**

**NICHOLSON, INC.**

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STATE  
TALLAHASSEE FLORIDA

I, THE UNDERSIGNED, HEREBY ASSOCIATE FOR THE PURPOSE OF  
BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY  
AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA  
PROVIDING FOR THE FORMATION OF A CORPORATION FOR PROFIT.

**ARTICLE I**

THE NAME OF THE CORPORATION SHALL BE: **NICHOLSON, INC.**

**ARTICLE II**

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY  
THIS CORPORATION IS AS FOLLOWS:

TO DO ALL THINGS WHICH ARE  
AUTHORIZED TO BE DONE BY  
CORPORATIONS ORGANIZED UNDER THE  
LAWS OF THE STATE OF FLORIDA.

**ARTICLE III**

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION  
IS AUTHORIZED TO ISSUE IS ONE HUNDRED SHARES (100). SUCH SHARES SHALL  
BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF TEN CENTS (\$.10)  
PER SHARE.

ALL OF SAID STOCK SHALL BE PAYABLE IN CASH, PROPERTY,  
LABOR OR SERVICES AT A JUST VALUATION TO BE FIXED BY THE BOARD OF  
DIRECTORS OF INCORPORATORS, AT A MEETING CALLED FOR THAT PURPOSE.

## **ARTICLE IV**

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

## **ARTICLE V**

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE 12784 BAY PLANTATION DRIVE, JACKSONVILLE, FLORIDA 32223. THE MAILING ADDRESS OF THIS CORPORATION SHALL BE 12784 BAY PLANTATION DRIVE, JACKSONVILLE, FLORIDA 32223.

## **ARTICLE VI**

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE NOT LESS THAN ONE NOR MORE THAN FIVE.

## **ARTICLE VII**

THE NAMES AND STREET ADDRESSES OF THE FIRST BOARD OF DIRECTORS WHO, SUBJECT TO THE PROVISIONS OF THIS CERTIFICATE OF INCORPORATION, THE BY-LAWS AND LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS M. NICHOLSON	12784 BAY PLANTATION DRIVE JACKSONVILLE, FLORIDA 32223
NEETA P. NICHOLSON	12784 BAY PLANTATION DRIVE JACKSONVILLE, FLORIDA 32223

## ARTICLE VIII

THE NAME AND STREET ADDRESS OF THE OFFICERS OF THIS CORPORATION, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOW:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS M. NICHOLSON PRESIDENT	12784 BAY PLANTATION DRIVE JACKSONVILLE, FLORIDA 32223
NEETA P. NICHOLSON VICE PRESIDENT, SECRETARY & TREASURER	12784 BAY PLANTATION DRIVE JACKSONVILLE, FLORIDA 32223

## ARTICLE IX

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER TO THIS CERTIFICATE OF INCORPORATION IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM G. NOE, JR.	599 ATLANTIC BOULEVARD, SUITE 6 ATLANTIC BEACH, FLORIDA 32233

## ARTICLE X

THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT OF THIS CORPORATION AND OF THE REGISTERED OFFICE IS:

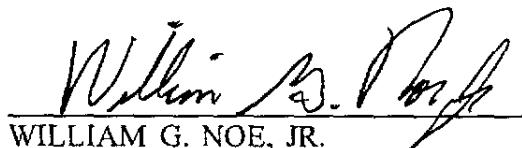
<u>NAME</u>	<u>ADDRESS</u>
WILLIAM G. NOE, JR.	599 ATLANTIC BOULEVARD, SUITE 6 ATLANTIC BEACH, FLORIDA 32233

## ARTICLE XI

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY

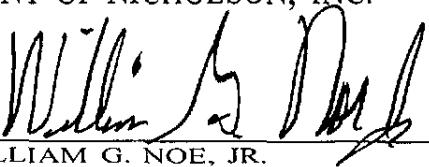
A PRESIDENT, ONE OR MORE VICE-PRESIDENTS, A SECRETARY AND A TREASURER, AND SUCH ASSISTANTS AS THE BOARD OF DIRECTORS MAY FROM TIME TO TIME PROVIDE FOR, AND ANY PERSON MAY HOLD TWO OR MORE OF SUCH OFFICES. WHEN STOCKHOLDERS WHO HOLD A MAJORITY OF THE STOCK SHALL BE PRESENT AT A MEETING OF THIS CORPORATION, HOWEVER CALLED OR NOTIFIED, AND SHALL SIGN A WRITTEN CONSENT THERETO ON THE RECORD OF THE MEETING, THE ACTS OF SUCH MEETING SHALL BE AS VALID AS IF LEGALLY CALLED AND NOTIFIED. THIS CORPORATION MAY PRESCRIBE AND MAKE SUCH OTHER PROVISIONS BY PROPER BY-LAWS AS THE CORPORATION MAY DESIRE FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION, AND ANY PROVISION CREATING, DIVIDING, LIMITING, AND REGULATING THE POWERS OF THE CORPORATION, THE DIRECTORS AND STOCKHOLDERS, INCLUDING PROVISIONS GOVERNING THE ISSUANCE OF STOCK CERTIFICATES TO REPLACE LOST OR DESTROYED STOCK CERTIFICATES; PROVIDED SUCH PROVISIONS ARE NOT CONTRARY TO THE LAWS OF THE STATE OF FLORIDA.

**IN WITNESS WHEREOF, THE SUBSCRIBER AND INCORPORATOR HAS  
HEREUNTO SET HIS HAND AND SEAL THIS 3RD. DAY OF NOVEMBER, 2004.**



WILLIAM G. NOE, JR.  
REGISTERED AGENT AND  
SUBSCRIBER

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF NICHOLSON, INC.



WILLIAM G. NOE, JR.

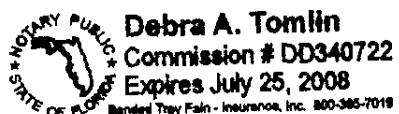
STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME THIS DAY PERSONALLY APPEARED WILLIAM G. NOE, JR., TO ME WELL KNOWN AND KNOWN TO ME TO BE THE PERSON NAMED AS REGISTERED AGENT AND INCORPORATOR WHO SUBSCRIBED HIS NAME TO THE FOREGOING CERTIFICATE OF INCORPORATION OF NICHOLSON, INC., AND WHO ACKNOWLEDGED TO AND BEFORE ME THAT HE SUBSCRIBED HIS NAME TO SAID CERTIFICATE OF INCORPORATION AS THE REGISTERED AGENT AND INCORPORATOR TO THE STOCK OF SAID CORPORATION, FREELY AND VOLUNTARILY FOR THE USES AND PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL AT ATLANTIC BEACH, FLORIDA, DUVAL COUNTY, FLORIDA, THIS 3RD. DAY OF NOVEMBER, 2004.



Debra A. Tomlin  
NOTARY PUBLIC  
PRINTED NAME: \_\_\_\_\_  
MY COMMISSION EXPIRES: \_\_\_\_\_



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STATE  
ALLIGASSEE FLORIDA