

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : GARTNER BROCK & SIMON
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Hampton Charters, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
HAMPTON CHARTERS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name, Location and
Mailing Address of Principal Office

The name of the corporation is Hampton Charters, Inc. The principal office and mailing address of this corporation is 10161 Centurion Parkway North, Suite 190, Jacksonville, Florida, 32256.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States or the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207, and the name of the initial registered agent of the corporation at that address is Bert C. Simon.

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ARTICLE VI**Directors**

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name and street address of the member of the first Board of Directors of the corporation is:

<u>Name</u>	<u>Street Address</u>
Edward E. Burr	10161 Centurion Parkway North Suite 190 Jacksonville, Florida 32256

ARTICLE VII**Incorporator**

The name and street address of the incorporator of this corporation is Bert C. Simon, 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207.

ARTICLE VIII**By-Laws**

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

ARTICLE IX**Restrictions on Transfer of Stock**

The shareholders may, by By-Law 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.

ARTICLE X**Director Compensation**

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon

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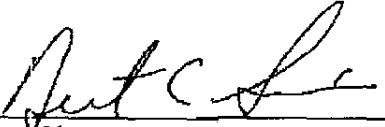
which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 1st day of December, 2004.


Bert C. Simon
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of December, 2004 by Bert C. Simon. He is personally known to me or produced _____ as identification.


Nancy E. Mangus
Notary Public, State of Florida



Print Name: Nancy E. Mangus
My Commission Expires: 8

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Hampton Charters, Inc., desiring to organize under the laws of the State of Florida as a corporation has named Bert C. Simon, who maintains an office at 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207 as its registered agent to accept service of process within this state, all in accordance with Section 607.034, Florida Statutes.

DATED this 1st day of December, 2004.

By: 

Bert C. Simon, Incorporator

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ACCEPTANCE

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 1st day of December, 2004.


Bert C. Simon