

FEB. 15. 2005 9:23AM
Division of Corporations

ROGERS TOWERS

NO. 0272 P. 1 Page 1 of 1
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 15 AM 9:08

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000038399 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
Phone : (904) 398-3911
Fax Number : (904) 396-0663

FLORIDA PROFIT CORPORATION OR P.A.

Morgan-Howell Management, Inc.

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

Electronic Filing Menu

Corporate Filing

Public Access Help

FEB. 15. 2005 9:23AM

ROGERS TOWERS

NO. 0272 P. 2
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
H05000038399
05 FEB 15 AM 9:08

**ARTICLES OF INCORPORATION
OF
MORGAN-HOWELL MANAGEMENT, INC.**

ARTICLE I - NAME

The name of the corporation is Morgan-Howell Management, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the Corporation is 1630 Emerson Street, Jacksonville, Florida 32207.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, all of which shall be of the par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207 and the name of its initial registered agent at such address is Charles R. Curley, Jr.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2) and the name and address of each person who is to serve as member thereof are:

NAME	ADDRESS
Bryan F. Howell	1630 Emerson Street Jacksonville, Florida 32207
James F. Morgan	1630 Emerson Street Jacksonville, Florida 32207

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator are Charles R. Curley, Jr., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

FEB. 15. 2005 9:24AM

ROGERS TOWERS

NO. 0272--P. 3

H05000038399

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 15th day of February, 2005.



Charles R. Curley, Jr., Incorporator

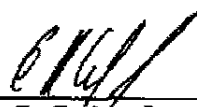
H05000038399

**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 Morgan-Howell Management, Inc.
2. The name and address of the registered agent and office are Charles R. Curley, Jr., 1301 Riverplace Boulevard, 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.



Charles R. Curley, Jr.
Registered Agent

Date: February 15, 2005

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 FEB 15 AM 9:08

H05000038399