

Sent by: FISHER, TOUSEY, LEAS & BALL  
Division of Corporations

904 355 0233

08/18/05 9:47AM In Fax #139 Page 1

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Florida Department of State  
Division of Corporations  
Public Access System

05 AUG 18 AM 10:14

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.

((H05000197493 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 : FISHER, TOUSEY, LEAS & BALL  
Account Number : I19990000021  
Phone : (904) 356-2600  
Fax Number : (904) 355-0233

**FLORIDA PROFIT CORPORATION OR P.A.**

**Soggy Bottom Realty, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

[Electronic Filing Menu](#)

[Corporate Filing](#)

[Public Access Help](#)



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

August 18, 2005

FISHER, TOUSEY, LEAS & BALL

SUBJECT: SOGGY BOTTOM REALTY, INC.  
REF: W05000039064

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.

Please list the name of the incorporator in article V.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton  
Document Specialist  
New Filings Section

FAX Aud. #: H05000197493  
Letter Number: 305A00052666

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
H05000197493

05 AUG 18 AM 10:14

## ARTICLES OF INCORPORATION

OF

### SOGGY BOTTOM REALTY, INC.

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

#### ARTICLE I

##### NAME

The name of the Corporation is Soggy Bottom Realty, Inc.

#### ARTICLE II

##### PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at 9283-2 San Jose Blvd., Jacksonville, Florida 32257-5501; its mailing address is 9283-2 San Jose Blvd., Jacksonville, Florida 32257-5501.

#### ARTICLE III

##### CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100,000 shares having a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the 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 fully paid and 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.

H05000197493

H05000197493

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

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 9283-2 San Jose Blvd., Jacksonville, Florida 32257-5501; the name of the initial registered agent of the Corporation at that address is Charles J. David.

**ARTICLE V  
INCORPORATOR**

The name and street address of the incorporator of the Corporation are:

Charles J. David  
9283-2 San Jose Blvd.  
Jacksonville, Florida 32257-5501

**ARTICLE VI  
DIRECTORS**

(a) Number. The Corporation shall have one director initially. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Initial Board of Directors. The names and addresses of the initial directors of the Corporation are:

Charles J. David	9283-2 San Jose Blvd.
	Jacksonville, Florida 32257-5501

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

**ARTICLE VII  
BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of 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.

H05000197493

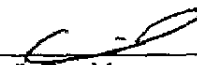
H05000197493

---

**ARTICLE VIII  
DURATION**

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation 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, these Articles of Incorporation are signed and acknowledged this 17th day of August, 2005.

  
\_\_\_\_\_  
Charles J. David

H05000197493

---

H05000197493


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

Pursuant to Section 48.091, Florida Statutes, Soggy Bottom Realty, Inc., a Florida corporation (the "Corporation"), submits the following in compliance with the Act:

The Corporation has named Charles J. David, who maintains an office at 9283-2 San Jose Blvd., Jacksonville, Florida 32257-5501, as its registered agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as registered to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

  
Charles J. David, Registered Agent

FILED STATE  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATION  
05 AUG 18 AM 10:14

97880

H05000197493