

**P05000139346**

Florida Department of State  
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DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

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

**GALLERIA PROPERTIES OF NORTHWEST FLORIDA, INC.**

Certificate of Status	1
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CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GALLERIA PROPERTIES OF NORTHWEST FLORIDA, INC.

The undersigned subscriber to these Articles Of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is Galleria Properties of Northwest Florida, Inc.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - DURATION

This Corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred and two shares of common stock, each share having the par value of \$7.35 per share.

Douglas L. Smith  
Bar No.: 816140  
Burke, Blue, Hutchison, & Walters, P.A.  
221 McKenzie Ave.  
Panama City, FL 32401  
(850) 769-1414

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**ARTICLE V - PRINCIPAL OFFICE ADDRESS  
AND ACCEPTANCE BY REGISTERED AGENT**

The street address and mailing address of the principal office of this Corporation is: 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404, and the name of the initial registered agent of this Corporation is Don Brown, whose address is 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is: 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404.

**ARTICLE VI - BOARD OF DIRECTORS**

This Corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this Corporation are:

1. Richard Rigby, whose address is 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404
2. Don Brown, whose address is 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404
3. Jim Gillette, whose address is 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404

**ARTICLE VII - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

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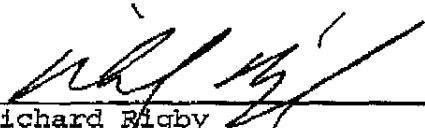
(as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles Of Incorporation is:

Richard Rigby, whose address is 429 S. Tyndall Parkway  
Suite H, Panama City, Florida 32404

IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
acknowledged and filed the foregoing Articles Of Incorporation  
under the laws of the State of Florida, this 12 day of  
October, 2005.

  
Richard Rigby  
Incorporator and President

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 12  
day of October, 2005, by Richard Rigby, who:

☐ is personally known to me.

☒ produced a current driver's license as identification


(state and number)

FL 2A10-763-6X1080

☐ produced

as identification



  
NOTARY PUBLIC Comm. No.

(Type or Print Name of Notary)  
My Commission Expires:

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE


SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON

WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: First - That Galleria Properties of Northwest Florida, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, has named Don Brown, located at 429 S. Tyndall Parkway Suite H, Panama City, Florida 32404, 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 am familiar with and accept the duties and responsibilities of Registered Agent, and agree to comply with the provisions of said Act relative to keeping open said office.

  
Don Brown  
Registered Agent

dis:jb 10/12/05  
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