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FLORIDA PROFIT/NON PROFIT CORPORATION

Davidson Referral Network, Inc.

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**ARTICLES OF INCORPORATION  
OF  
DAVIDSON REFERRAL NETWORK, INC.**

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

**ARTICLE I**

**Name**

The name of the corporation is DAVIDSON REFERRAL NETWORK, INC.

**ARTICLE II**

**Principal Office**

The principal office and mailing address of the corporation shall be 100 E. Town Place, Suite 100, St. Augustine, Florida 32092.

**ARTICLE III**

**Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE IV**

**Nature of Business**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE V**

**Capital Stock**

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock and shall have no par value.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

(d) **Restrictions on Transfer of Stock.** The shareholders may, by bylaw 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.

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**ARTICLE VI****Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 100 E. Town Place, Suite 100, St. Augustine, Florida 32092, and the name of the initial registered agent of this corporation at that address is Sharon P. Davidson.

**ARTICLE VII****Directors**

(a) **Number.** This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) **Initial Directors.** The name and street address of the members of the first board of directors of the corporation are:

Sharon P. Davidson  
100 E. Town Place, Suite 100  
St. Augustine, Florida 32092

James E. Davidson, Jr.  
100 E. Town Place, Suite 100  
St. Augustine, Florida 32092

Eduardo E. Gil  
100 E. Town Place, Suite 100  
St. Augustine, Florida 32092

Frederick P. Pariani  
100 E. Town Place, Suite 100  
St. Augustine, Florida 32092

(c) **Compensation.** The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(d) **Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE VIII****Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of

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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.

**ARTICLE IX**  
**Incorporator**

The name and street address of the incorporator of this corporation is:

Sharon P. Davidson  
100 E. Town Place, Suite 100  
St. Augustine, Florida 32092

**ARTICLE X**  
**Amendment**

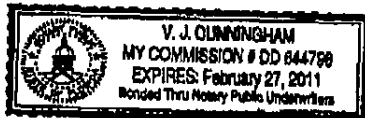
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 22nd day of September, 2009.

Sharon P. Davidson  
Sharon P. Davidson

STATE OF FLORIDA        }  
                                      } SS  
COUNTY OF DUVAL        }

The foregoing instrument was acknowledged before me this 22 day of September, 2009 by SHARON P. DAVIDSON.



VJ Cunningham  
(Print Name VJ Cunningham)  
NOTARY PUBLIC  
State of Florida at Large  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Personally known ☒  
or Produced I.D. \_\_\_\_\_  
[check one of the above]  
Type of Identification Produced \_\_\_\_\_

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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

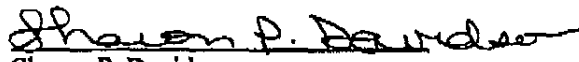
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

DAVIDSON REFERRAL NETWORK, INC., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF  
BUSINESS IN THE CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS NAMED SHARON  
P. DAVIDSON, WHOSE ADDRESS IS 100 E. TOWN PLACE, SUITE 100, ST. AUGUSTINE,  
FLORIDA 32092, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
SHARON P. DAVIDSON

Dated: September 22 2009

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

  
Sharon P. Davidson  
Registered Agent

Dated: September 22 2009

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