

9/16/2014 2:54 From: To: 8506176381

Division of Corporations

Page of 1

P/4000076853

Florida Department of State
Division of Corporations
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.

(((H14000217198 3)))



H140002171983ABCO

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) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 SEP 16 AM 11:17

FILED

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
CJP MERGER, INC.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

09/17/14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 SEP 16 AM 10:41

NOT RECORDED

Electronic Filing Menu

Corporate Filing Menu

Help

(2/6)
FILED
16 SEP 16 AM 11:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
CJP MERGER, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I
Name and Address**

The name of the Corporation is **CJP MERGER, INC.** The mailing and street address of the Corporation is 3850 Old Tampa Highway, Lakeland, Florida 33811-1108.

**ARTICLE II
Term of Existence**

The existence of the Corporation shall commence upon the date of filing of these Articles of Incorporation with the Florida Secretary of State, and shall thereafter be perpetual.

**ARTICLE III
Purpose**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
Powers**

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business, which the Board of Directors shall find, will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its Directors, officers, and employees and for any or all of the Directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its Directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

**ARTICLE V
Capital Stock**

The Corporation shall be authorized to issue the following shares of stock:

(a) Two (2) shares of voting common stock, with a par value of \$1.00 per share, which shall be designated the "Voting Common Shares;" and

(b) Twenty Thousand (20,000) shares of non-voting common stock, with a par value of \$1.00 per share, which shall be designated the "Non-Voting Common Shares."

Each Voting Common Share and each Non-Voting Common Share shall have identical entitlements with regard to dividends, liquidation distributions and all other rights and characteristics; provided, however, that the holders of the Voting Common Shares shall be entitled to one vote per Voting Common Share and the holders of the Non-Voting Common Shares shall have no voting rights relating to the Non-Voting Common Shares. The term "Common Shares" shall be utilized to refer to all shares of authorized common stock, without distinction between Voting Common Shares and Non-Voting Common Shares.

**ARTICLE VI
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is One Independent Drive, Suite 1300, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is F & L Corp.

**ARTICLE VII
Initial Board of Directors**

The Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of the Corporation are:

Name	Address
Cindy H. Blaeuer	3850 Old Tampa Highway Lakeland, Florida 33811-1108
Bruce A. Blaeuer	3850 Old Tampa Highway Lakeland, Florida 33811-1108
Brian L. Pearlman	3850 Old Tampa Highway Lakeland, Florida 33811-1108

FILED
14 SEP 16 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII
Incorporator

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

Name	Address
Randolph J. Wolfe	100 North Tampa Street, Suite 2700 Tampa, Florida 33602

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of the Corporation.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 16th day of September, 2014.



RANDOLPH J. WOLFE

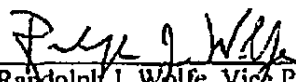
FILED
14 SEP 16 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the undersigned's duties.

F & L CORP

Dated: September 16, 2014

By: 
Randolph J. Wolfe, Vice President

FILED
14 SEP 16 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA