# P95000004014

TODD A. STERZOY Rolland and Knight

(flequestor's Name)

315 South Callioun Street

Sulte 600

(Address)
Tallahaaace, Florida

32302

(City, State, Zip)

(Phone #)

**OFFICE USE ONLY** 

## EFFECTIVE DATE

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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
	Resignation of R.A., Office	er/Director	
NonProfit			
NonProfit Limited Liability	Change of Registered Age	ent	
	Change of Registered Age Dissolution/Withdrawal	BIT	

OTHER FILITIGS				
Annual Report				
Fictitious Name				
Name Reservation				

REGISTRATION/ QUALIFICATION			
	Foreign		
	Limited Partnership		
	Reinstatement		
	Trademark		
	Other		

Examiner's Initials

CR2E031(10/92)

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

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SUNBURST HORIZON, INC.

EFFECTIVE DATE

#### ARTICLE I - NAME

The name of the Corporation shall be SUNBURST HORIZON,

#### ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in and transacting any and all lawful activity o business for which corporation may be incorporated under the laws of the State of Florida.

<u>Section 2</u>. The Corporation may exercise all powers, rights and privileges conferred on corporation pursuant to the laws of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 100,000 shares of common stock having a par value of \$0.01 per share. Without action by the stockholders, any or all of the authorized shares may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors of this Corporation.

#### ARTICLE IV - BOARD OF DIRECTORS

Section 1. The initial board of directors of the Corporation shall consist of one director whose name and address is as follows:

James A. Head 50 N. Laura Street, 18th Floor Jacksonville, Florida 32202

Section 2. The number of directors shall be as provided in the bylaws of the Corporation, but shall not be less than one.

#### ARTICLE V - TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

#### ARTICLE VI - REGISTERED OFFICE AND AGENT

<u>Section 1</u>. The street address of the initial registered office of the Corporation shall be 50 North Laura Street, 18th Floor, Jacksonville, Florida 32202, and the principal address shall be the same.

<u>Section 2</u>. The name of the initial registered agent of the Corporation located at said address shall be James A. Hold.

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

John D. Evans, Jr. 50 North Laura Street, 9th Floor Jacksonville, Florida 32202

ARTICLE VIII - BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the Corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

#### ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and Board of Directors may repeal, amend or adopt Bylaws for the Corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 12th day of January, 1995.

John D. Evans, fr.

COUNTY OF DUVNL )

The foregoing instrument was acknowledged before me this 12th of January, 1995 by John D. Evans, Jr. He is personally known to me and did take an oath.

NOTARY PUBLIC:

Sign Almin M. Rutur

Print Aleria m. Bullar State of Florida at Large (Seal)

My Commission Expires:

Commission No.\_

Alerta M. Rutan

Notery Public, State of Florida

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Cynum Storn Profits

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### CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF SUNBURST HORIZON, INC.

Pursuant to Soctions 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon SUNBURST HORIZON, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the abovenamed corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 50 North Laura Street, 18th Floor, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereto set my hand and seal at Jacksonville, Duval County, Florida on the 12th day of January, 1995.

James A. Head Registered Agent

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Profit NonProfit Limited Liability	AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director of Registered Agent	30000204	\$50836 01126009 00 *****35.00
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Annual Report  Fictitious Name  Name Reservation	Foreign Limited Partnership	TALLAHASSEE, FLORIDA	TLED -2 AN 8: 30
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## ARTICLES OF DISSOLUTION OF SUNBURST HORIZON, INC.

SUNBURST HORIZON, INC., a Florida corporation (the "Corporation"), by its undersigned officer, files these Articles of Dissolution pursuant to Section 607.1403 of the Florida Statutes, and states as follows:

The name of the Corporation is SUNBURST HORIZON, INC.

The dissolution of the Corporation was authorized by action by written consent of all shareholders of the Corporation, pursuant to Section 607.0704 of the Florida Statutes, said written consent being dated December 16, 1996.

The dissolution of the Corporation was authorized by all of the shareholders of the Corporation.

IN WITNESS WHEREOF and for the purposes of dissolving the Corporation under the laws of the State of Florida, the undersigned officer of the Corporation executes these Articles of Dissolution this 16th day of December, 1996.

Andre Shimes Sermondo Significar

Witness MARCUS BUEROSSE
Witness Name (Print or Type)

SECRETARY

Title

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# SUNBURST HORIZON, INC. BOARD OF DIRECTORS AND SHAREHOLDERS ACTION BY CONSENT IN LIEU OF ANNUAL MEETING

December 16, 1996

The undersigned, being all of the members of the Board of Directors and Shareholders of SUNBURST HORIZON, INC., hereby consent to the following action by the Board of Directors and the Shareholders of the Corporation and instruct the Secretary of the Corporation to enter this Cortificate into the minutes of the proceedings of the Corporation:

RESOLVED, that pursuant to Section 607.0704 of the Florida Statutes, the Board of Directors elect to dissolve the Corporation.

Execution of this Certificate by the undersigned, being all of the members of the Board of Directors and the sole Shareholder, pursuant to Sections 607.0821 and 607.0704 of the Florida Statutes, waives any requirement of a formal meeting to conduct the business referred to here.

Dated as of this 16th day of December, 1996.

DEBORAH STORY

(7)(1) &

MARCUS/NUEROSSE

ROY KINS

BARNETT BANK, N.A. (THE SUNCOAST),

Sole Shareholder

By: H.M. Shirley, President

& CEO

## WRITTEN CONSENT OF THE DIRECTORS OF SUNBURST HORIZON, INC.

The undersigned, being all of the Directors of SUNBURST HORIZON, INC., a corporation organized under the laws of the State of Florida (hereinafter the "Corporation"), hereby adopt the following resolutions by Written Consent:

BE IT RESOLVED, to accept the resignation of Mehdi Ghomeshi, as President of the Corporation, Deborah Story as Vice President of the corporation and William Kramer as Secretary & Vice President of the corporation.

BE IT RESOLVED, that effective upon execution of this Written Consent, the following persons be, and hereby are, elected as Officers of the Corporation.

Deborah Story Lora Small Marcus Buerosse Roy Akins President Vice President Secretary & Vice President Treasurer & Vice President

BE IT FURTHER RESOLVED, to accept the resignation of Mehdi Ghomeshi as Registered Agent of the Corporation.

BE IT FURTHER RESOLVED, that effective upon execution of this Written Consent, Deborah Story be and hereby is, elected as registered agent of the Corporation.

IN WITNESS WHEREOF, the undersigned Directors of SUNBURST HORIZON, INC., execute this Written Consent as of this 16th day of December, 1996.

DEBORAH STORY

LORASMAM

MARCUS DURIOSSE

#### RESOLUTION OF THE SOLE SHAREHOLDER OF SUNBURST HORIZON, INC.

The undersigned, being the sole shareholder(s) of all the issued and outstanding shares of SUNBURST HORIZON, INC., a corporation organized under the laws of the State of Florida (hereinafter the "Corporation"), hereby adopts the following resolutions by Written Consent:

BE IT RESOLVED, to accept the resignation of MEHDI GHOMESHI as a Director of the Corporation and WILLIAM KRAMER as a Director of the Corporation;

BE IT RESOLVED, that the following persons be and hereby are elected as Directors of the Corporation to serve from the date of election until the next annual meeting of Shareholders, or, if no such meeting shall be held or said meeting shall be delayed, until their respective successors shall be elected and duly qualified.

DEBORAH STORY LORA SMALL MARCUS BUEROSSE ROY AKINS

IN WITNESS WHEREOF, the undersigned sole shareholder of SUNBURST HORIZON, INC., executes this Written Consent as of the 16th day of December, 1996.

BARNETT BANK, N.A. (THE SUNCOAST), Sole Shargholder

Bv:

H.M. Shirley, President

& CEO