

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191

000-342-0086

P95000004197

csc networks

MAIL TO:
P.O. BOX 5820
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 525990 5553A

AUTHORIZATION : *Patty Kingry, Pizzato*

COST LIMIT : 3.70.00

ORDER DATE : January 17, 1995

ORDER TIME : 9:39 AM

ORDER NO. : 525990

7000001381577

CUSTOMER NO: 5553A

CUSTOMER: Ms. Patty Kingry
GARTNER BROCK & SIMON

Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

P9500004197

NAME: HOMETOWN NEIGHBORHOODS, INC.

95 JAN 17 1995
SEARCHED INDEXED
SERIALIZED FILED
FEB 1 1995
FBI - JACKSONVILLE

FILED

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS: *JM*

EFFECTIVE DATE
1-17-95

1-18-95
61

EFFECTIVE DATE
1-19-95

ARTICLES OF INCORPORATION

OF
HOMETOWN NEIGHBORHOODS, INC.

FILED

95 JAN 17 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name

The name of the corporation is HOMETOWN NEIGHBORHOODS, INC.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles or upon filing with the Department of State of the State of Florida, in the event these Articles are not filed within five (5) days, exclusive of legal holidays, after execution and acknowledgment.

ARTICLE III

Nature of Business

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States or the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5 South Third Street, Fernandina Beach, Florida 32034, and the name of the initial registered agent of the corporation at that address is Joel E. Embry. The principal office and registered office are the same.

ARTICLE VI

Directors

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws but shall never be fewer than one. The name and street address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Joel E. Embry	5 South Third Street Fernandina Beach, Florida 32034

ARTICLE VII

Incorporator

The name and street address of the incorporator of this corporation is Joel E. Embry, 5 South Third Street, Fernandina Beach, Florida 32034.

ARTICLE VIII

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, amended or repealed in the manner provided in the bylaws by either the shareholders or the directors.

ARTICLE IX

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.

ARTICLE X

Director Compensation

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI

Indemnification

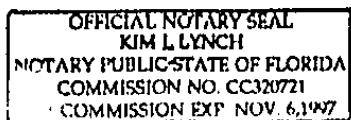
The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 10th day of January, 1995.

Joel E. Embry
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL/NASSAU

The foregoing instrument was acknowledged before me this 10th day of January, 1995, by Joel E. Embry.



Print Name: KIM L. LYNCH
Notary Public, State of Florida
at Large.

My Commission Expires: 11-6-97

(Notarial Seal)

Personally known or Produced identification
Type of identification produced _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA AND NAMING THE AGENT
UPON WHOM PROCESS MAY BE SERVED

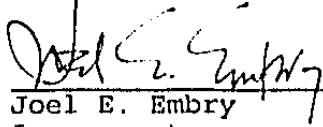
FILED

95 JAN 17 1995
LAW LIBRARY
FERNANDINA BEACH

In compliance with Section 48.091, Florida Statutes, the following is submitted:

HOMETOWN NEIGHBORHOODS, INC.

desiring to organize or qualify under the laws of the State of Florida with its principal place of business in Jacksonville, Florida, has named Joel E. Embry, located at 5 South Third Street, Fernandina Beach, Florida 32034, as its agent to accept service of process within the State of Florida.

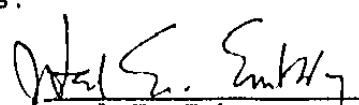


Joel E. Embry

Incorporator

Dated: January 10, 1995

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.



Joel E. Embry

Agent for Service

Dated: January 10, 1995