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MORRIS & BERNARD  
ATTORNEYS AT LAW

JEFFERY B. MORRIS  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
PERSONAL INJURY  
WRONGFUL DEATH

LAWRENCE J. BERNARD  
REAL PROPERTY  
PROBATE

January 18, 1995

RIVERSIDE OFFICE:  
2004 PARK STREET  
JACKSONVILLE, FLORIDA 32204  
(904) 384 8488  
FAX (904) 384 0604

NORTHSIDE OFFICE:  
1403 DUNN AVENUE  
SUITE 20  
JACKSONVILLE, FLORIDA 32218  
(904) 751-6900  
FAX (904) 751-6983

PLEASE REPLY TO:  
RIVERSIDE OFFICE

Secretary of State  
Department of Records  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation for  
ARWOOD, INC.

100001393414  
-01/31/95--01007--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


Dear Sir or Madam:

I am enclosing the original and one (1) duplicate copy of the Articles of Incorporation and Certificate of Registered Agent for the above-referenced corporation, together with my firm check in the amount of \$70.00 to cover the costs of taxes, filing fee, and filing of the Certificate of Registered Agent.

Please return the copies, together with the charter number to my Park Street office.

Your assistance is most appreciated. Please do not hesitate to contact me should you have any questions.

Very Sincerely,



Lawrence J. Bernard

LJB/cdt  
Enclosures  
art\sec-state.ltr



2/6/95  
55 JAN 30 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ARWOOD, INC.  
a Florida corporation

FILED  
55 JAN 30 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby make form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

ARTICLE ONE

NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: ARWOOD, INC., a Florida corporation. The address of the principal office of the corporation is: 13255 Lanier Road, Jacksonville, Florida 32226.

ARTICLE TWO

PURPOSE

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

ARTICLE THREE

DURATION

The term for which this corporation shall exist shall be perpetual commencing on the date filed with the Secretary of State.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares at One Dollar (\$1.00) par value common stock.

ARTICLE FIVE

INCORPORATORS

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

JOHN C. ARWOOD  
13255 Lanier Road  
Jacksonville, Florida 32226

ARTICLE SIX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

## ARTICLE SEVEN

### RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

<u>NAME</u>	<u>SHARES</u>
JOHN C. ARWOOD	50
JOHN DAVID ARWOOD	50

Shares held by the initial shareholders listed above and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

## ARTICLE EIGHT

### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

## ARTICLE NINE

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 13255 Lanier Road, Jacksonville, Florida 32226, and the name of the initial registered agent of this corporation at this address is JOHN C. ARWOOD.

## ARTICLE TEN

### INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director of this corporation is:

JOHN DAVID ARWOOD

13255 Lanier Road  
Jacksonville, FL 32226

JOHN C. ARWOOD

13255 Lanier Road  
Jacksonville, FL 32226

**ARTICLE ELEVEN**

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President -

JOHN DAVID ARWOOD  
13255 Lanier Road  
Jacksonville, FL 32226

Secretary/Treasurer -

JOHN C. ARWOOD  
13255 Lanier Road  
Jacksonville, FL 32226

**ARTICLE TWELVE**

**SHAREHOLDERS QUORUM AND VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

**ARTICLE THIRTEEN**

**INDEMNIFICATION**

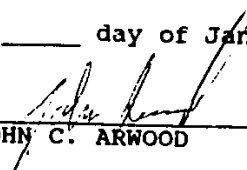
This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

**ARTICLE FOURTEEN**

**AMENDMENT**

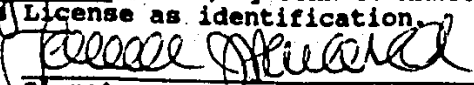
This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_ day of January, 1995.

  
\_\_\_\_\_  
JOHN C. ARWOOD

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me  
this 24th day of January, 1995, by JOHN C. ARWOOD, who  
has produced Florida Driver's License as identification.

  
\_\_\_\_\_  
Signature of person taking acknow-  
ledgment

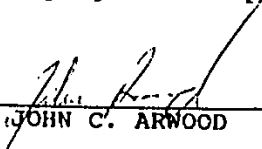
\_\_\_\_\_  
Printed name of person taking  
acknowledgment  
Notary Public State of Florida  
Expiration Date of Commission:  
Commission Number:

**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 ARWOOD, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named JOHN C. ARWOOD, 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 the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping office open.

  
\_\_\_\_\_  
JOHN C. ARWOOD

art\arwood.inc

FILED  
55 JAN 30 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA