

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0197 FAX

**csc networks**

800-342-8006  
95 FEB -3 AM 11:16  
DIVISION OF CORPORATION

MAIL TO:  
P.O. Box 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 536238 80080A

AUTHORIZATION : Patricia Pizito

COST LIMIT : 9 122.50

ORDER DATE : February 3, 1995

ORDER TIME : 10:13 AM

ORDER NO. : 536238

CUSTOMER NO: 80080A

CUSTOMER: Anderson M. Foote, Esq  
ANDERSON M. FOOTE, JR, ESQ

2427 Jose Circle South  
Jacksonville, FL 32217

DOMESTIC FILING

NAME: DOWNWIND, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS:

FILED  
95 FEB -3 PM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12/1



RECEIVED

FLORIDA DEPARTMENT OF STATE -6 AM 8:54  
Sandra B. Morham  
Secretary of State DIVISION OF CORPORATION

February 3, 1995

*file date*

CORPORATION INFORMATION SERVICES INC.  
1201 HAYS ST.  
TALLAHASSEE, FL 32301

SUBJECT: DOWNWIND, INC.  
Ref. Number: W95000002548

*Re. Submit 2-6-95*

We have received your document for DOWNWIND, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

WE NEED THE BUSINESS STREET ADDRESS OF THE SUBSCRIBER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy  
Corporate Specialist

Letter Number: 795A00004737

ARTICLES OF INCORPORATION  
DOWNWIND, INC.

FILED  
95 FEB -3 AM 10:27  
SECRET  
TALLAHASSEE, FLA.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

I.

The name of this corporation is: DOWNWIND, INC.

II.

The general nature of the business to be transacted by this corporation is: to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, to lend money, to purchase or otherwise deal in commercial paper, including retail installment paper, and to do all things which could be done by a Corporation for profit under the laws of Florida, except that this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share.

IV.

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

V.

This Corporation is to exist perpetually. Corporate existence shall begin on the date of issuance of the Corporate charter.

VI.

The initial post office address of the principal office of this corporation in the State of Florida is 22 S. Canoon Road, Jacksonville, Florida, 32220. The Board of Directors may from time to time move the principal office to any other address in

the State of Florida.

VII.

This corporation shall have four (4) Directors initially. The number of Directors may be increased from time to time by the stockholders, but shall never be less than two nor more than twenty-five (25).

VIII.

The names and post office addresses of the members of the first Board of Directors are:

Christopher G. Cornelius	Rt.2 Box 2150 Nashville, Georgia, 31639
Thomas Elton Vickers	9285 Derby Acres Lane Jacksonville, Florida 32220
William D. Pounds	217 Velvet Drive Jacksonville, Florida 32220
William J. Pounds	155 Velvet Drive Jacksonville, Florida 32220

The persons whose names and addresses are stated above shall hold office for the first year of existence of this corporation or until their successors are elected and have qualified (whose post office addresses are stated above) are as follows:

Christopher G. Cornelius	President and Chairman
William D. Pounds	Vice President & Ass't. Secretary
William J. Pounds	Secretary

IX.

The names and post office addresses of each subscriber of these Articles of Incorporation, and the number of shares of stock which each agrees to take, are as follows:

Anderson M. Foote, Jr.	500 Shares
4700 Baymeadows Way Suite 200, Jacksonville, Florida 32256	
X.	

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all of the stockholders sign a written statement manifesting their intention

that a certain amendment of these Articles of Incorporation be made.

IX.

By-Laws of the corporation may be adopted, amended or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being all mature persons competent to contract, have made and subscribed these Articles of Incorporation, at Jacksonville, Florida, this 31 day of January, 1995 for the uses and purposes aforesaid.

Anderson M. Foote, Jr.  
Anderson M. Foote, Jr.

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this 31 day of January, 1995, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Anderson M. Foote, Jr., to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid.

Sandra A. Shields  
Notary Public, State of Florida  
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES JULY 28, 1995  
BONDED THRU GENERAL INS. UND.

95 FEB -3 AM 10:27  
FILED  
SECRET  
TALLAHASSEE  
STATE  
FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

DOWNWIND, INC., wishing to organize as a corporation 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 William J. Pounds, located at 155 Velvet Drive, Jacksonville, County of Duval, State of Florida, 32220 as its agent to accept service of process within this State.

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Having been named to accept service of process for the above named corporation at place designated in this certificate, I hereby accept such appointment and agree to act as such agent for service of process, and agree to comply with the provisions of said Act relative to keeping open said office.

By: William J. Pounds  
(Registered Agent)