

P950000/6094

PADGETT & MORRIS
ATTORNEYS AT LAW

JAMES L. PADGETT
ELIZABETH A. MORRIS

REPLY TO:
☐ 10 CENTRAL AVE.
CRESCENT CITY, FL 32112
(904) 698-2424
FAX (904) 698-4339

☐ 607 ST. JOHNS AVE.
P.O. BOX 1816
PALATKA, FL 32178-1816
(904) 325-2686
FAX (904) 325-8754

February 1, 1995

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

500001415715
-02/27/95--01027--006
****122.50 ****122.50

RE: CADY & ASSOCIATES, INC.

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	<u>\$ 35.00</u>

\$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned. I appreciate your assistance in this matter.

Sincerely,

Elizabeth A. Morris
Elizabeth A. Morris

EAM:vj

Enclosures

SDG

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 24 AM 8:30

**ARTICLES OF INCORPORATION
OF
CADY & ASSOCIATES, INC.**

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ARTICLE I. CORPORATE NAME

The name of this corporation is: CADY & ASSOCIATES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock (having a par value of \$1.00 per share).

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Principal Office of this Corporation in the State of Florida shall be:

Registered Agent: Elizabeth A. Morris, Esquire

Address: 607 St. Johns Avenue
Palatka, FL 32178

Principal Office: 10950-36 San Jose Blvd.
Jacksonville, FL 32223

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this corporation and their street addresses are:

Lealond H. Cady, III, 905 St. Johns Avenue, Green Cove Springs, FL,
32043

Marjorie A. Cady, 905 St. Johns Avenue, Green Cove Springs, FL,
32043

Stephanie K. Smith, 136 Lake Stella Drive, Crescent City, FL,
32112

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Stephanie K. Smith, 136 Lake Stella Drive, Crescent City, FL 32112

ARTICLE IX. AMENDMENT

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 at least a majority of the stock entitled to vote, unless all of 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.

ARTICLE X. STOCK TRANSFERS-AUTHORIZATION OF RESTRICTIONS

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement among the holders of such shares. A copy of such agreement shall be kept on file with the President of the

corporation, and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE XI. GREATER VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of ninety percent (90%) of the shares of this corporation entitled to vote thereon shall be required for the authorization of the following:

issuance of any shares in excess of 100

ARTICLE XII. PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 16, 1995.

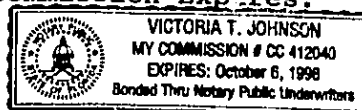
Stephanie K. Smith
STEPHANIA K. SMITH

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE me, a Notary Public, personally appeared STEPHANIA K. SMITH, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on February 16, 1995.

(Notarial Seal)

Victoria T. Johnson
Notary Public, State of Florida
My Commission Expires:



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

In compliance with §§48.091 and 607.034, Florida Statutes, the following is submitted:

That **CADY & ASSOCIATES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at their office in Jacksonville, Florida, with its mailing address of 10950-36 San Jose Blvd., Jacksonville, FL 32223, has named Elizabeth A. Morris, Esquire, as its agent to accept service of process within the State of Florida.

ELIZABETH A. MORRIS, Esquire

607 St. Johns Avenue
Palatka, FL 32178

HAVING BEEN named to accept service of process for the above-named 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 performance of my duties.

Elizabeth A. Morris
ELIZABETH A. MORRIS, ESQUIRE

FILED
CLERK OF STATE
JAN 21 1978
55 FEB 21 1978
8:30