

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
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**P1500028902**

ACCOUNT NO. 07210000003

REFERENCE : 574999 80437A

AUTHORIZATION : *Patricia Pzyts*

COST LIMIT : \$ 70.00

ORDER DATE : April 10, 1995

ORDER TIME : 3:21 PM

ORDER NO. : 574999

CUSTOMER NO: 80437A

600001452706

CUSTOMER: J P. Fitzgerald, Esq  
J. PAUL FITZGERALD

202 Oak Street

Milton, FL 32570

DOMESTIC FILING

NAME: D & D FLORIDA REAL ESTATE  
CENTER, INC.

RESERVATION #: R95000001345

☒ 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: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN APR 12 1995

FILED  
95 APR 12 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~1015-11804~~  
~~789, 612, 611~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 12, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: D & D FLORIDA REAL ESTATE CENTER, INC.  
Ref. Number: W95000007804

We have received your document for D & D FLORIDA REAL ESTATE CENTER, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 095A00016586

ARTICLES OF INCORPORATION  
OF

D & D FLORIDA REAL ESTATE CENTER, INC.

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

FILED  
95 APR 12 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons of full age, for the purpose of forming a corporation pursuant to and in conformity with the laws of the State of Florida, do hereby make, sign, acknowledge, certify and set forth these Articles of Incorporation as follows: to wit:

**ARTICLE I**

The name of the corporation is D & D FLORIDA REAL ESTATE CENTER, INC.

**ARTICLE II**

The general purpose for which this corporation is initially organized for the purchase and sale of real estate and to conduct any and all lawful business for which corporations may be incorporated pursuant to Chapter 607 of the Florida Statutes.

**ARTICLE III**

The aggregate number of shares of stock that this corporation is authorized to issue is One Thousand (1000) for the par value of One Dollar (\$1.00) per share.

**ARTICLE IV**

The mailing address is 4400 Cordova Square, Suite 18, Pensacola, Florida 32503 and the street address of this corporation's principal ~~registered~~ office and its place of business is 4400 Cordova Square, Suite 18, Pensacola, Florida 32503.

#### **ARTICLE V**

The registered agent for this corporation is Diane M. Douglas, whose address is 4400 Cordova Square, Suite 18, Pensacola, Florida 32503.

#### **ARTICLE VI**

The names and addresses of the incorporators hereof are as follows:

Diane M. Douglas  
5697 Sandstone Drive  
Pace, Florida 32571

#### **ARTICLE VII**

The initial Board of Directors shall consist of one (1) Director whose name and address is as follows:

Diane M. Douglas  
5697 Sandstone Drive  
Pace, Florida 32571  
President, Secretary/Treasurer  
and Director

#### **ARTICLE VIII**

Before there can be a valid sale or transfer of any of the common shares of the corporation by any holder thereof, such holder shall first offer said shares to the corporation and then to the other holders of common shares in the following manner:

1. Such offering shareholder shall deliver a notice in writing by mail or otherwise to the Secretary of the corporation stating the price, terms and conditions of such proposed sale or transfer, the number of shares to be sold or transferred, and his

intention to so sell or transfer such shares. Within 30 days thereafter, the corporation shall have the prior right to purchase such shares so offered at the price and on the terms that the corporation shall not at any time be permitted to purchase all of its outstanding voting shares. Should the corporation fail to purchase the shares at the price, terms and conditions stated in the notice; provided, however, the expiration of the 30 day period has expired, or prior thereto decline to purchase the shares, the Secretary of the corporation shall, within five (5) days thereafter, mail or deliver notice to each of the other common shareholders personally, or notice may be mailed to them at their last known address as such address may appear on the books of the corporation. Within 30 days after the mailing or delivering of the copies of the notice to the shareholders, any such shareholder or shareholders desiring to acquire any part or all of the shares referred to in the notice shall deliver by mail, or otherwise, to the Secretary of the corporation a written offer or offers expressed to be acceptable immediately to purchase a specified number of such shares at the price and on the terms stated in the notice. Each such offer shall be accompanied by the purchase price therefor with authorization to pay such price against delivery of the shares.

2. If the total number of shares specified in the offers to purchase exceeds the number of shares to be sold or transferred, each offering shareholder shall be entitled to purchase such proportion of such shares as the number of shares of the corporation which he holds bears to the total number of shares held

by all shareholders desiring to purchase the shares.

3. If all of the shares to be sold or transferred are not disposed of under such apportionment, each shareholder desiring to purchase such shares in any number in excess of his proportionate share, as provided above, shall be entitled to purchase such proportion of those shares which remain thus indisposed of, as the total number of share which he holds bears to the total number of shares held by all of the shareholders desiring to purchase shares in excess of those to which they are entitled under such apportionment.

4. If within said 30 day period, the offer or offers to purchase aggregate less than the number of shares to be sold or transferred, the shareholder desiring to sell or transfer such shares shall not be obligated to accept any such offer or offers and may dispose of all the shares referred to in his notice to any person or persons whomsoever; provided, however, that he shall not sell or transfer such share at a lower price or on terms more favorable to the purchaser or transferee than those specified in his notice to the Secretary of the corporation.

#### **ARTICLE IX**

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares which may be issued at any time by the corporation.

**ARTICLE X**

It is the intent of this charter that the Directors may sell the capital stock of this corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this the 5th day of April, 1995.

  
DIANE M. DOUGLAS

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

BEFORE ME, the undersigned authority, personally appeared DIANE M. DOUGLAS, who produced the following as identification, FDL D242-173-51-664-D, known to me to be the person described as subscriber and incorporator in and who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she subscribed the same for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, this 5th day of April, 1995.

  
NOTARY PUBLIC



BOBBIE JEAN BURGANS  
MY COMMISSION # CC311377 EXPIRES  
AUGUST 26, 1997  
DONCED TMBJ TMBJ FLM INSURANCE, INC.

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

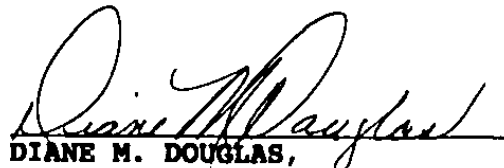
95 APR 12 PM 3:42  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes,  
following is submitted in compliance with said Act:

**FIRST:** That **D & D FLORIDA REAL ESTATE CENTER, INC.**,  
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the Articles of  
Incorporation, at the city of Pensacola, County of Escambia, State  
of Florida, has named **DIANE M. DOUGLAS**, located at 4400 Cordova  
Square, Suite 18, Pensacola, County of Escambia, State of Florida,  
as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the  
above stated corporation, at the place designated in this  
certificate, I do hereby agree to comply with the provision of said  
Act in this capacity, and I further agree to comply with the  
provision of the said Act relative to keeping open said office.

  
**DIANE M. DOUGLAS,**  
Registered Agent