

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

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P95000029403

ACCOUNT NO. : 072100000032

REFERENCE : 579147 86901J

800001455488
-04/13/95--01033--003
*****70.00 *****70.00

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : April 13, 1995

ORDER TIME : 10:11 AM

ORDER NO. : 579147

CUSTOMER NO: 86901J

CUSTOMER: Mr. Kevin A. Snowden
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1090 Vermont Avenue, N.W.
4th Floor
Washington, DC 20005

DOMESTIC FILING

NAME: WILLIS AND SONS, INC.

☒ 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: Carol M. Hensal

EXAMINER'S INITIALS: _____

APR 13 1995 BSB

APR 14 1995

FILED
APR 14 1995
FBI - TAMPA

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APR 13 1995
FBI - TAMPA

634
W95 7970



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 13, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: WILLIS AND SONS, INC.
Ref. Number: W95000007970

We have received your document for WILLIS AND SONS, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 995A00017033

ARTICLES OF INCORPORATION
OF
WILLIS AND SONS, INC.

FILED
25 APR 11 AM 10:58
SECRETARY OF STATE
JACKSONVILLE, FL

ARTICLE ONE

- 1.1 Name. The name of the Corporation is Willis and Sons, Inc.. The principal office address of this corporation shall be 4343 Spring Grove Street, Jacksonville, FL 32209. ARTICLE TWO
- 2.1 Continuity. Willis and Sons, Inc. will have a perpetual existence.

ARTICLE THREE

- 3.1 Registered Office. The street address of the initial registered office of Willis and Sons, Inc. is located in the State of Florida, % The Prentice-Hall Corporation System, Inc., 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.
- 3.2 Registered Agent. The name of the initial registered agent for Willis and Sons, Inc. is The Prentice-Hall Corporation System, Inc. The written acceptance of the said initial registered agent as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act is set forth following the signature of the incorporation and is made a part of these Articles of Incorporation.

ARTICLE FOUR

- 4.1 Purposes. Willis and Sons, Inc. is formed for the following purposes: (1) to engage in any and all aspects of radio broadcasting; (2) to conduct any and all lawful business specified as powers in Article 5 herein; and (3) to conduct any and all lawful business permitted by the laws of Florida and which is not required to be specifically described herein.

ARTICLE FIVE

- 5.1 Powers. Willis and Sons, Inc. shall have the power:
- (a) To have perpetual succession by its corporate name;
 - (b) To sue and be sued, complain and defend, in its corporate name;
 - (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced, but failure to use the corporate seal shall not affect the validity of any instrument;

(d) To purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property, or any interest therein, wherever situated;

(e) To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

(f) To lend money to, and otherwise assist, its employees, officers and directors;

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, loan, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other corporations organized under the laws of the State of Florida, of foreign corporations, and of associations, partnerships, or individuals, direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality, or of any instrumentality thereof;

(h) To make contracts and guarantees and incur liabilities, to borrow money at such rates of interest as the Corporation may determine without regard to the restrictions of any usury law; to issue its notes, bonds, and other obligations; and to secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

(i) To invest and reinvest its surplus funds, lend money from time to time in any manner which may be appropriate to enable it to carry on the operations or fulfill the purposes specified in its charter, and to take and hold real and personal property as security for the payment of funds so invested or loaned;

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this charter within and without the State of Florida and to exercise in any state, territory, district, colony, or possession of the United States, or in any foreign country, the powers granted by this charter, subject to the laws of such state, territory, district, colony, or possession of the United States, or such foreign country;

(k) To elect directors or appoint officers and agents of the Corporation, and to define their duties and fix their compensation;

(l) To make and alter bylaws, not inconsistent with its Articles Of Incorporation or with the laws of the State of Florida, for the administration and regulation of affairs of the Corporation;

(m) To make contributions to charitable organizations, subject to the applicable limitations and restrictions of the laws of the State of Florida;

(n) To cease its corporate activities and surrender its corporate franchise;

(o) To purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of its own stock, bonds, notes, and other obligations and securities, subject to applicable limitations and restrictions of the laws of the State of Florida;

(p) To be a promoter, partner, member, associate, or manager of any partnership, joint venture or enterprise;

(q) To pay pensions and establish pension plans, pension trusts, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its current or former directors, officers, employees and agents of the Corporation or any of its subsidiaries;

(r) To have and exercise all powers not inconsistent with law which are necessary or convenient to effect any or all of the purposes for which the Corporation is formed; and

(s) To have and exercise all powers conferred upon business corporations organized under the Florida Business Corporation Act and which are not required to be specifically described herein.

ARTICLE SIX

6.1 Voting Common Stock. Willis and Sons, Inc. is authorized to issue 2,500 shares of voting common stock with a par value of \$1 per share.

6.2 Non-Voting Common Stock. Willis and Sons, Inc. is authorized to issue 2,500 shares of non-voting common stock with a par value of \$1 per share.

6.3 Reduction of Stated Capital. Willis and Sons, Inc.'s stated capital may be reduced by the Board of Directors without the approval of the Shareholders.

ARTICLE SEVEN

7.1 Initial Directors. The initial Board of Directors of Willis and Sons, Inc. will be composed of one Director. The Initial Director of Willis and Sons, Inc. will be: Levi E. Willis, Sr., 645 Church Street, Suite 400, Norfolk, Virginia 23510.

ARTICLE EIGHT

- 8.1 Indemnification. Willis and Sons, Inc. shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.
- 8.2 Liability of Directors. The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the Florida Business Corporation Act of the State of Florida, as the same may be amended and supplemented.

ARTICLE NINE

- 9.1 Amendment of Bylaws. The Bylaws of the Corporation may only be amended or repealed by the Shareholders of the Corporation.

ARTICLE TEN

- 10.1 Incorporators. The name and mailing address of the Incorporator is: John C. Trent, Esquire, 6800 Fleetwood Road, Suite 100, McLean, Virginia 22101.

ARTICLE ELEVEN

- 11.1 Severability. Each Article and Section contained in these Articles of Incorporation is considered independent of the other Articles and Sections.

INCORPORATOR:


John C. Trent

Dated: April 4, 1995

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By: Sheila R. Hawkins
Sheila R. Hawkins, Assistant Secretary

Date: April 12, 1995

FILED
95 APR 14 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA