

P95000029820

DAVID M. ANDREWS
ATTORNEY AT LAW

100 SOUTH PARK BLVD. • SUITE 101
P.O. BOX 6350
ST. AUGUSTINE, FL 32085

OF COUNSEL
JUDITH A. GINN

TELEPHONE (904) 820-1007
FAX (904) 820-4200

April 5, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
P. O. Box 6327
Tallahassee, Florida 32301

Re: C & W ENTERPRISES OF ST. JOHNS, INC.

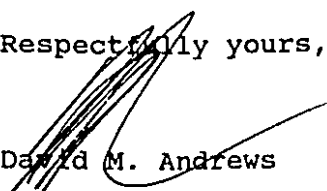
Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is our check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	\$ 52.50
Resident Agent Fee	<u>\$ 35.00</u>
	\$ 122.50

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Respectfully yours,


David M. Andrews

DMA:ral
Enclosures

FILED
95 APR 10 11:00
TALLAHASSEE

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-04/11/95--01007--009
***122.50 ***122.50

P-26
21-17

ARTICLES OF INCORPORATION
OF
C & W. ENTERPRISES OF ST. JOHNS, INC.

FILED
95 APR 10 PM 1:00
SECRET
TALLAHASSEE

THE UNDERSIGNED, DAVID M. ANDREWS hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is C & W ENTERPRISES OF ST. JOHNS ,
INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

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

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 100 South Park Blvd., Suite 101, St. Augustine, Fl 32086 and the name of the initial registered agent of this Corporation at the registered address is: DAVID M. ANDREWS.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
DAVID M. ANDREWS	President	P. O. BOX 5358 St. Aug. Fl 32085

ARTICLE X

The name and post office address of the subscriber to the Articles of Incorporation are:

NAME OF SUBSCRIBER

ADDRESS

DAVID M. ANDREWS

P. O. BOX 5358
St. Aug. FL 32085

ARTICLE XI

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

IN WITNESS WHEREOF, the subscriber has hereunto set her hand and seal this 5th day of April, 1995.

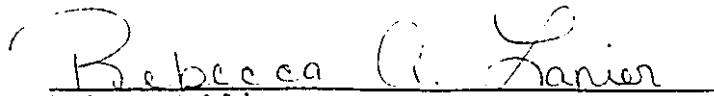


DAVID M. ANDREWS

STATE OF FLORIDA

COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 5th day of April, 1995, by DAVID M. ANDREWS, who is personally known to me or who produced N/A as identification, and who did/did not take an oath.


Notary Public



REBECCA A LANIER
(SEAL) Commission CC391958
Expires Jul. 12, 1998
Bonded by HAI
800-422-1555

Printed Name of Notary: Rebecca A. Lanier
Commission Expires:

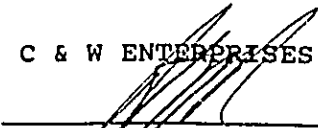
. . . .

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT C & W ENTERPRISES OF ST. JOHNS, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF
ST. JOHN'S, STATE OF FLORIDA, HAS NAMED DAVID M. ANDREWS, LOCATED AT
100 South Park Blvd., Suite 101, OF THE CITY OF ST. AUGUSTINE, COUNTY
OF ST. JOHN'S, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

C & W ENTERPRISES OF ST. JOHNS, INC.


Signature: 
(Corporate Officer)

Title: President

Date: 4-5-95

FILED
95 APR 10 PM 1:00
TALLAH. SEC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED 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 AND
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: 

Resident Agent - DAVID M. ANDREWS

Date: 4-5-95

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P95000029820

DAVID M. ANDREWS

ATTORNEY AT LAW

100 SOUTH PARK BLVD. • SUITE 101

P.O. BOX 5858

ST. AUGUSTINE, FL 32085

TELEPHONE (904) 820-1087

FAX (904) 820-4280

September 15, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
P. O. Box 6327
Tallahassee, Florida 32301

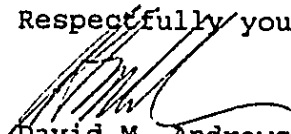
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-09/18/97--01025--012
*****35.00 *****35.00

Re: C & W ENTERPRISES OF ST. JOHNS, INC.

Dear Sirs:

Enclosed herein is a statement of change of registered agent
for the captioned corporation and a check in the amount of \$35.00
for the filing fee.

Respectfully yours,


David M. Andrews

DMA:dds
Enclosures

FILED
97 SEP 18 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/24

RA change

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: C & W ENTERPRISES OF ST. JOHNS, INC.

2. The mailing address of the corporation is: 2630 US 1 South
St. Augustine, FL 32086

3. Date of incorporation/qualification: April 10, 1995 Document number: P95000029820

4. The name and address of the current registered agent and office:

Gary L. Peterson
2630 US 1 South
St. Augustine, FL 32086

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Nancy Peterson
47 Weldon Way
Palm Coast, FL 32137

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

9-5-97
(Date)

Daniel R. Peterson, President

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

9/12/97
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
97 SEP 18 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA