

P95000040419

BYLAWS

OF

FREEDOM CENTRE GROUP, INC.

Adopted as of MAY 5, 1995

200001484552
-05/11/95--01089--017
****122.50 ****122.50

Freedom Centre Group
8375 Dix Ellis Trail
Belle Isle 101
Belle Isle, FL 322

95 MAY 23 AM 7:16

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95000040419

V9W5123

Bylaws
not filed
789 509 531 671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
95 MAY 23 AM 7:16

May 12, 1995

FREEDOM CENTRE GROUP
8375 DIX ELLIS TRAIL, SUITE 107
JACKSONVILLE, FL 32205

SUBJECT: FREEDOM CENTRE GROUP, INC.
Ref. Number: W95000010141

We have received your document for **FREEDOM CENTRE GROUP, INC.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Bylaws are not filed with this office. Please retain them for your records.

NOTE: COMPARE NAME IN ARTICLE I, TO NAME LISTED AT THE TOP OF PAGE ONE.

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) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 695A00024453

95 MAY 23 AM 7:16

ARTICLES OF INCORPORATION

OF

FREEDOM CENTRE GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is: FREEDOM CENTRE GROUP, INC. The corporation's principal office is: 8375 Dix Ellis Trail, Suite 107, Jacksonville, FL 32256.

ARTICLE II.

NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of capital stock which the corporation shall be authorized to issue and have outstanding at any one time is One Thousand(1000) shares of common stock, having a par value of Ten Dollars (\$10.00) per share.

All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Any and all shares issued, for which the consideration has been paid shall be nonassessable and shall not be liable to any further call or assessment thereon.

ARTICLE IV.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8375 Dix Ellis Trail, Suite 107, Jacksonville, FL 32256, and the name of the initial registered agent of this corporation is Sandra L. Enochs.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

The name and address of the initial directors of this corporation are:

<u>Park L. Beeler</u>	<u>4076 Corrientes Court S.</u> <u>Jacksonville, FL 32217</u>
<u>John E. Cook</u>	<u>3890 DuPont Circle</u> <u>Jacksonville, FL 32205</u>
<u>Sandra L. Enochs</u>	<u>1574 Palm Avenue</u> <u>Jacksonville, FL 32207</u>

ARTICLE VII.

INCORPORATOR

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

<u>Sandra L. Enochs</u>	<u>1574 Palm Avenue</u> <u>Jacksonville, FL 32207</u>
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ARTICLE VIII.

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation held by the initial shareholder and shares held by persons who subsequently become shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which and the time within such shares may be offered and sold shall be further specified by written agreement among all shareholders of this corporation.

ARTICLE IX.

POWERS OF THE BOARD OF DIRECTORS

In furtherance, but not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

To make and alter the bylaws of the corporation.

To fix the amount to be reserved as working capital over and above its capital stock paid in.

To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

From time to time to determine whether and to what extent, and at what time and places, and upon what considerations and what regulations, the accounts and books of this corporation, (other than stock books), or any of them, shall be open to inspection by the stockholders; and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders and directors.

Pursuant to the affirmative vote of the stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, the Board of Directors shall have the power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its goodwill and its franchises, or any property or assets essential to the business of the corporation, upon such terms and conditions as its Board of

Directors deem expedient and for the best interests of the corporation.

This corporation may in its bylaws confer powers upon its Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by the statutes.

ARTICLE X.

MEETINGS OUTSIDE THE STATE

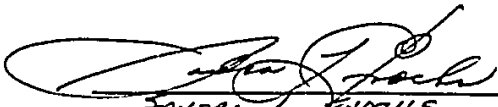
Both stockholders and directors shall have the power if the bylaws so provide, to hold their meetings within or without the State of Florida, and to keep books of this corporation (subject to the provisions of the statute) outside of the State of Florida in such places as may be from time to time designated by the Board of Directors.

ARTICLE XI.

AMENDMENTS

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 the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

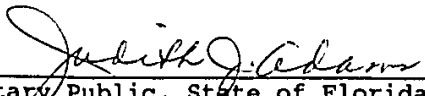
I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

 (SEAL)
SANDRA L. ENOCHS
Incorporator and Registered Agent

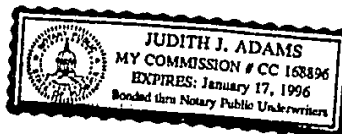
STATE OF FLORIDA
COUNTY OF DUVAL

Personally appeared before me, the undersigned authority, Sandra L. Enoch, who being to me well known and who acknowledged before me that he executed the above and foregoing Articles of Incorporation and further acknowledged the said Articles to be his free act and deed as the true signer thereof, and that the facts therein stated are true.

WITNESS my hand and official seal at Jacksonville, Duval County, this 24 day of May, 1995.


Notary Public, State of Florida at Large

My Commission Expires:



55 MAY 23 AM 7:16