



PRUDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 620932 5553A

AUTHORIZATION :

*Patricia Pajot*

COST LIMIT : \$ 70.00

ORDER DATE : June 15, 1995

ORDER TIME : 2:39 PM

400001514754

ORDER NO. : 620932

CUSTOMER NO: 5553A

CUSTOMER: Mr. Debbie Ray  
GARTNER BROCK & SIMON

Suite 203  
1660 Prudential Drive  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: RIVER CITY PARKING  
CORPORATION

☒ 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: Andrea C. Mabry

EXAMINER'S INITIALS:

T. BROWN JUN 16 1995

FILED  
95 JUN 15 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

ARTICLES OF INCORPORATION  
OF  
RIVER CITY PARKING CORPORATION

FILED  
95 JUN 15 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name, Location and  
Mailing Address of Principal Office

The name of the corporation is River City Parking Corporation. The principal office and mailing address of this corporation is 80 Players Club Villas, Ponte Vedra Beach, Florida 32082.

ARTICLE II

Duration

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States or the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207, and the name of the initial registered agent of the corporation at that address is Bert C. Simon.

## ARTICLE VI

### Directors

This corporation shall initially have two directors. The number of directors may be increased or decreased from time to time by the By-Laws but shall never be fewer than one. The name and street address of the member of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
Dennis M. Williams	80 Players Club Villas Ponte Vedra Beach, Fl. 32082
Robert D. Freeman	60 Players Club Villas Ponte Vedra Beach, Fl. 32082

## ARTICLE VII

### Incorporator

The name and street address of the incorporator of this corporation is Bert C. Simon, 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207.

## ARTICLE VIII

### By-Laws

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

## ARTICLE IX

### Restrictions on Transfer of Stock

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

## ARTICLE X

### Director Compensation

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions

upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

#### ARTICLE XI

##### Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 12<sup>th</sup> day of June, 1995.


  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of June, 1995 by Bert C. Simon, the Incorporator of River City Parking Corporation, a Florida corporation, on behalf of the corporation.



DEBORAH R. RAY  
MY COMMISSION # CC257119 EXPIRES  
February 19, 1997  
BONDED THIRD PARTY INSURANCE, INC.

  
Notary Public, State of Florida  
Deborah R. Ray  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

Personally known ✓ or produced identification: \_\_\_\_\_

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

River City Parking Corporation, desiring to organize under the laws of the State of Florida as a corporation has named Bert C. Simon, whose maintains an office at 1660 Prudential Drive, Suite 203, Jacksonville, Florida 32207 as its registered agent to accept service of process within this state, all in accordance with Section 607.034, Florida Statutes.

DATED this 12<sup>th</sup> day of June, 1995

By: Bert C. Simon

Bert C. Simon

FILED  
95 JUN 15 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A C C E P T A N C E

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 12<sup>th</sup> day of June, 1995.

Bert C. Simon  
Bert C. Simon

# P95000046868

FROM

(TUE) 08. 29' 95 14:22/ST. 14:10/NO. 3560402780 F 1 2

8/29/95

FLORIDA DIVISION OF CORPORATIONS

1:40 PM

(((H95000009554))) ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: MAHONEY ADAMS & CRIER, P.A.  
DEPARTMENT OF STATE 50 N LAURA ST  
STATE OF FLORIDA 3400 BARNETT CENTER  
409 EAST GAINES STREET JACKSONVILLE FL 32202-  
TALLAHASSEE, FL 32399 CONTACT: CORINNE P MCCLURE  
FAX: (904) 922-4000 PHONE: (904) 354-1100  
FAX: (904) 798-2661

(((H95000009554))) DOCUMENT TYPE: REGISTERED AGENT CHANGE  
NAME: RIVER CITY PARKING CORPORATION  
FAX AUDIT NUMBER: H95000009554 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/29/1995 TIME REQUESTED: 13:40:36  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 1 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 076226003514

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000009554)))  
\*\* ENTER 'M' FOR MENU. \*\*

MAC #18316.101

*C. E. L. O. R. A. C. H. Y.*  
*Linda*

SECRETARY OF STATE

42:8 H8 62 501 26

08/29/95

FILED  
95 AUG 29 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM

(TUE) 08:29:55 14:23 ST 14 11 NO 3541402761 P 2 1  
M95000009554

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

Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is **River City Parking Corporation**
- 1b. The mailing address of the corporation is: **80 Players Club Villas, Ponte Vedra Beach, FL 32082**
- 1c. Date of incorporation: **06/15/95** Document number: **P95000046868**
2. The name and address of the current registered agent and office:  
**Bert C. Simon**  
**1660 Prudential Drive, Suite 203**  
**Jacksonville, FL 32207**
3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)  
**RAX CO., a Florida corporation**  
**c/o Mahoney Adams & Criser, P.A.**  
**50 N. Laura Street, 3400 Barnett Center**  
**Jacksonville, FL 32202**

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.

**RIVER CITY PARKING CORPORATION**

By: *Robert D. Freeman*  
**Robert D. Freeman, President**

Dated: *8/28/95*

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.

**RAX CO., a Florida corporation**

By: *David A. Webster*  
**David A. Webster, Vice President**

Dated: *8/28/95*

Prepared by **David A. Webster, Esq., Mahoney Adams & Criser, P.A.**  
**P. O. Box 4099, Jacksonville, FL 32201 (904) 354-1100**  
**Florida Bar #0291528**

**M95000009554**

FILED  
95 AUG 29 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# P95000046868

Requestor's Name



CORP

900002025749--0  
-12/11/96--01030--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

BER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
96 DEC 11 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-19-96

LFT



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

Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is **River City Parking Corporation**.
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Ponte Vedra Beach, FL 32082
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2. The name and address of the current registered agent and office:  
  
RAX CO., a Florida corporation  
50 N. Laura Street, 3400 Barnett Center  
Jacksonville, FL 32202
3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)  
  
Mr. Dennis M. Williams  
80 Players Club Villas  
Ponte Vedra Beach, FL 32082

FILED  
96 DEC 11 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

**RIVER CITY PARKING CORPORATION**

By: *D. Williams*  
(Signature of an officer, chairman  
or vice chairman of the board)

Dated: December 9, 1996

Dennis M. Williams, vp  
(Printed or typed name and title)

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.

*D. Williams*  
(Signature of Registered Agent)

Dated: December 9, 1996