

REFERENCE: 623565 5026;

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: June 21, 1995

ORDER TIME : 9:47 AM

ORDER NO. : 623565

CUSTOMER NO: 6026A

200001519502 -06/21/95--01004--019 ****122.50 ****122.50

CUSTOMER: Frank J. Yong, Esq

CONE PURCELL & FLANAGAN, P.A.

1 Enterprise Center 225 Water Street, Suite 1235

Jacksonville, FL 32202

EFFECTIVE DATE

DOMESTIC FILING

NAME: MYERS INVESTMENTS OF JACKSONVILLE, INC.

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XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS: T. BROWN JUN 2 2 1995

JUN 2 0 1995

ARTICLES OF INCORPORATION OF

MYERS INVESTMENTS OF JACKSONVILLE, INC.

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

ARTICLE I

Name

The name of the corporation is MYERS INVESTMENTS OF JACKSONVILLE, INC.

ARTICLE II

Principal Office

The principal office and mailing address of the corporation shall be 225 Water Street, Suite 2175, Jacksonville, Florida 32202; P.O. Box 299, Jacksonville, Florida 32201-0299.

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

Capital stock

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.
- (b) Restrictions on Transfer of Stock. The shareholders may, by bylaw 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 VI

Initiai Registered Office and Agent

The street address of the initial registered office of this corporation is 225 Water Street, Suite 2175, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Leah B. Giebeig.

ARTICLE VII

Directors

- (a) <u>Number</u>. This corporation shall have 3 directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of this corporation is:

Leah B. Giebeig 225 Water Street, Suite 2175 Jacksonville, Florida 32202

ARTICLE IX

<u>Amendment</u>

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles the une, 1995.

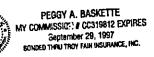
STATE OF FLORIDA COUNTY OF DUVAL

1995, by LEAH B. GEIBEIG, () who is personally known to me of () who produced _____ as identification and who did take an oath.

> Name Printed: Peggy A. Baskette State of Florida At Large (Seal)

My commission expires:

NOTARY PUBLIC:



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

MYERS INVESTMENTS OF JACKSONVILLE, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates LEAH B. GIEBEIG as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 225 Water Street, Suite 2175, Jacksonville, Florida 32202.

DATED this 20th day of June, 1995.

LEAH B. GIEBEIG. Incorporaror

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, 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.

DATED this 30th day of June, 1995.

EAH B. GIÉBEÍG