

P95000049416

Fox and Silverman Investments, Inc.
140 W. Monroe St., Ste. 200
Jacksonville, FL 32202

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Adams Plaza, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" 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 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
95 JUN 21 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 6/23/95
Examiner's Initials

ARTICLES OF INCORPORATION

OF

Adams Plaza , INC

FILED

95 JUN 21 PM 4: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be Adams Plaza, Inc.

ARTICLE II - PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be located at 140 W. Monroe St., City of Jacksonville , County of Duval , State of Florida.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of the State.

ARTICLE IV - PURPOSE

The general purpose for which the corporation is organized are :

1. To engage in the business of Owning Real Estate.
2. To engage in any other business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$ 1.00) per value common stock which shall be designated as " Common Shares ".

ARTICLE VI - PRE- EMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rate portion of :

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation or any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof ; or

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VII - INITIAL REGISTERED OFFICE AGENT AND PRINCIPLE OFFICE LOCATION

The corporation shall have a director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five . The name and address of the initial Board of Directors of the corporation are :

Charles Gaudry 140 W. Monroe St. Jacksonville, Florida 32202
James B. Williams 140 W. Monroe St. Jacksonville, Florida 32202
David Muiers 140 W. Monroe St. Jacksonville, Florida 32202

ARTICLE IX - INCORPORATION

The name and address of the Incorporator signing these article is :
Charles Gaudry 140 W. Monroe St. Jacksonville, Duval County, Florida 32202.

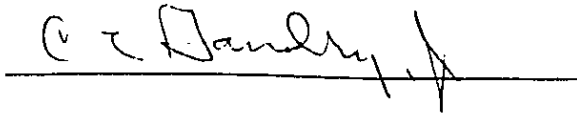
ARTICLE X - INDEMNIFICATIONS

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

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repel any provisions contained in these Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I the undersigned incorporator, have executed these Articles of Incorporation this 2 day of June, 19 .

A handwritten signature in cursive script, appearing to read "C. Gaudry", is written over a horizontal line.

Charles Gaudry - It's President

STATE OF FLORIDA)
COUNTY OF DUVAL)

I HEREBY CERTIFY that on this date before me, an officer duly authorized in the above-mentioned state and county to take acknowledgements, personally appeared, CHARLES L. GAUDRY JR known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 14th day of June, 19 95.

M. Lee Davis
Notary Public



My commission expires

M. LEE DAVIS
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Apr. 9, 1999
Commission No. CC 451761

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PRINCIPAL PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

95 JUN 21 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the officer/registered agent, in the State of Florida.

First, that Adams Plaza, Inc desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 140 W. Monroe St. Jacksonville, Florida, 32202 has named Charles Gaudry as its agent to accept service of process within Florida.

DATED, this 2 day of June, 19 95

Adams Plaza, INC.

C. Gaudry
Corporate Officer

Title : President

Having been named as registered agent and 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

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N. HENDRICKS JUL 18 1996

07/17/96 08:48 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1996

ADAMS PLAZA, INC.
140 W MONROE STREET
JACKSONVILLE, FL

SUBJECT: ADAMS PLAZA, INC.
REF: P95000049416

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original as if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

FAX Aud. #: H96000009874
Letter Number: 596A00034560

RECEIVED
96 JUL 17 PM 2:45
DIVISION OF CORPORATE AFFAIRS

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ADAMS PLAZA, INC.

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Adams Plaza, Inc. (the "Company").
2. The Articles of Incorporation of the Company are amended by changing Article VII thereof so that, as amended, said article shall read as follows:

ARTICLE VII - BOARD OF DIRECTORS

"The Board of Directors of the Company shall consist of seven (7) members. The number of directors may be increased or decreased from time to time by action of the Board of Directors or shareholders, but in no case shall there be less than one (1) director."

3. The amendment to the Articles of Incorporation of the Company were duly adopted by the Board of Directors of the Company on July 16, 1996 and approved by the Shareholders of the Company on July 16, 1996.
4. The number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval.

Executed this 16th day of July, 1996.

ADAMS PLAZA, INC.

(SEAL)

By: David J. Myers
Print Name: DAVID J. MYERS
Its: PRESIDENT

Robin C. Barco, Esquire
P. O. Box 1559
Jacksonville, FL 32201-1559
(904)354-4141
Florida Bar No: 0045063