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Robert A. Heekin, Esq.

4347-4 University Boulevard South, Jacksonville, Florida 32216 • (904) 636-9777 • Fax (904) 636-5665

July 28, 1995

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400001550044
-08/01/95--01018--019
****122.50 ****122.50

Re: Halmark II Condominium, Inc.

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Incorporation of Halmark II Condominium, Inc. Also enclosed is a check in the amount of \$122.50 to cover the following filing fees:

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

Please forward a certified copy of the Articles of Incorporation after filing. If you should have any questions concerning this proposed incorporation, please contact our office.

Sincerely,

(Signature)
Cathy A. Voss

CV/
Enclosures

A7533

*Called
Cathy A. Voss,
zip code had been
updated.*

8/2/95

FILED
55 JUL 31 PM 1:17
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HALLMARK II CONDOMINIUM, INC.

FILED

25 JUL 31 PM 1:17

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

ARTICLE I

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is Hallmark II Condominium, Inc.

Section 1.2 Address. The principal office and mailing address of this corporation shall be 4347-4 University Boulevard South, Jacksonville, Florida 32216.

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 3 shares of voting common stock having a par value of \$.01 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 4347-4 University Boulevard South, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is Robert A. Heekin.

Section 5.2 Acceptance by Registered Agent. By executing these Articles as the incorporator, the registered agent hereby accepts his appointment as such and agrees to act in this capacity, and further states that he is familiar with and agrees to comply with the provisions of the Florida Statutes governing same.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have three (3) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
William H. Hall	660 Park Street Jacksonville, FL 32204
Robert A. Heekin	4347-4 University Boulevard South Jacksonville, Florida 32216
J. Brooks Haas	Post Office Box 2203 Ponte Vedra Beach, Florida 32004

Section 6.3 Compensation. The board of directors is hereby specifically authorized to make provision 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 director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

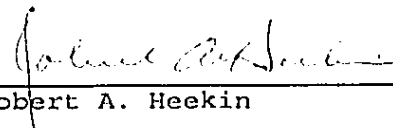
ARTICLE VIII

INCORPORATOR

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

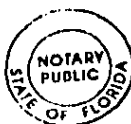
<u>Name</u>	<u>Address</u>
Robert A. Heekin	4347-4 University Boulevard So. Jacksonville, FL 32216

IN WITNESS WHEREOF, the incorporator and registered agent has executed these Articles the 28th day of July, 1995.

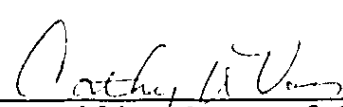

Robert A. Heekin

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on this 28th day of July, 1995 by Robert A. Heekin, who is personally known to me and who did take an oath.



CATHY A. VOSS
My Comm Exp. 11/08/97
Bonded By Service Ins
No. CC329505
|| Personally Known || Other L.D.


Notary Public, State of Florida
Notary's Name Cathy A. Voss
My Commission Expires: 11/8/97

FILED
99 JUL 31 PM 1:00
TALLAHASSEE, FLORIDA