

895000059755

Watson & Osborne
Attorneys at Law

KEITH WATSON
LEE R. ORBONE
MELANIE W. HARRIS
WILLIAM J. JOON

REPLY TO:
6025 LILLIAN ROAD

July 29, 1995

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

600001551156
-08/01/95--01104--009
*****70.00 *****70.00

RE: Merchandisers Unlimited II, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of \$70.00, payable to the Secretary of State, in payment of the requisite filing fee.

Please acknowledge receipt and filing in your usual manner. If possible, I would appreciate your returning a file-stamped copy to my office in the stamped, self-addressed envelope provided for your convenience.

Thank you for your assistance in this matter.

Sincerely yours,


Lisa Troxel
Legal Assistant

FILED
AUG -1 PM 3:55

AUG 2 1995 BSB

/lt
Encls.

**ARTICLES OF INCORPORATION
OF
MERCHANDISERS UNLIMITED II, INC.**

FILED
95 APR -1 PM 3:55
1995

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is MERCHANDISERS UNLIMITED II, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock will be issued and transferred only to: (1) natural persons, (2) estates, or (3) a trust as described in Title 26, United States Code, Section 1371 defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each. The shares of stock are to be issued as follows:

<u>NAME</u>	<u>SHARES</u>
James Allen Strickland	50
Ronald Eugene Wilkes	50

ARTICLE SIX

The street address of the corporation is 1919 Beachway Road, 5C and 5D, Jacksonville, Florida 32207.

ARTICLE SEVEN

The number of directors constituting the initial board of directors of the corporation is two (2).
The name, address and title of the persons who are to serve as members of the initial board of directors are:

<u>Name</u>	<u>Address</u>
James Allen Strickland	1919 Beachway Road, 5C and 5D Jacksonville, Florida 32207
Ronald Eugene Wilkes	5445 Mariner Street, Suite 109 Tampa, Florida 33609-3437

ARTICLE EIGHT

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
James Allen Strickland	1919 Beachway Road, 5C and 5D Jacksonville, Florida 32207
Ronald Eugene Wilkes	5445 Mariner Street, Suite 109 Tampa, Florida 33609-3437

ARTICLE NINE

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation by a vote of the shareholders then holding at least 51 % of the stock of the corporation or as set forth in

a Buy-Sell Agreement to be executed by the shareholders, which Agreement shall supersede the percentage or verbage set forth herein.

Executed by the undersigned at Jacksonville, Florida on this 20th day of July, 1995.

WITNESSES:

Lisa Crawford
Lisa Crawford
Lisa Troxel
Lisa Troxel

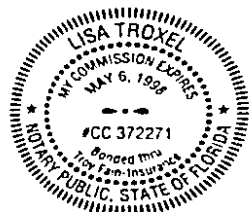
INCORPORATORS:

James Allen Strickland
JAMES ALLEN STRICKLAND
Ronald Eugene Wilkes
RONALD EUGENE WILKES

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JAMES ALLEN STRICKLAND, known to me to be the person described herein or who produced _____ as identification, and who executed the foregoing instrument, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of July, 1995.



Lisa Troxel
Notary Public, State of Florida
My Commission Expires:
SEAL

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared RONALD EUGENE WILKES, known to me to be the person described herein or who produced Id. Dr as identification, and who executed the foregoing instrument, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 1st day of July, 1995.


Notary Public, State of Florida
My Commission Expires:
SEAL



INITIAL REGISTERED AGENT OF MERCHANDISERS UNLIMITED II, INC.

The address of the initial registered agent of the corporation is 1919 Beachway Road, 5C and 5D, Jacksonville, Florida 32207, and the name of its initial registered agent is JAMES ALLEN STRICKLAND.

By his signature below, JAMES ALLEN STRICKLAND accepts designation as registered agent of MERCHANDISERS UNLIMITED II, INC.


JAMES ALLEN STRICKLAND

FILED
95 AUG -1 PM 3:55
CLERK

R95000059755

Watson & Osborne, P.A.

Attorneys at Law

KEITH WATSON
LEE S. OSBORNE
MELANIE W. HARRIS
WILLIAM J. JOOS
ROBERT DYKES
DAVID P. BALTER

REPLY TO:
2500 MONUMENT ROAD, SUITE 201
TALLAHASSEE, FLORIDA

FILED
95 OCT 24 AM 9:31

October 21, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900001986009--B
-10/25/96--01049--012
*****35.00 *****35.00

RE: Merchandisers Unlimited II, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Dissolution for Merchandisers Unlimited II, Inc. along with our firm check in the amount of \$35.00 for the fee to dissolve this corporation. Please provide me with confirmation that this dissolution has been done.

Should you have any questions or comments, please feel free to call.

Very truly yours,

Debbie Ray

Debbie Ray
Legal Assistant

dr

Uoldis.

VS OCT 30 1996

200 PONTE VEDRA PARK DRIVE
SUITE 101
PONTE VEDRA BEACH, FL 32082
(904) 273-7009
FAX (904) 273-6368

6825 LILLIAN ROAD
JACKSONVILLE, FL 32211
(904) 724-6333
FAX (904) 727-6890

2500 MONUMENT ROAD
SUITE 201
JACKSONVILLE, FL 32225
(904) 641-2720
FAX (904) 641-6506

1506 DUNN AVENUE
SUITE 2
JACKSONVILLE, FL 32218
(904) 757-7830
FAX (904) 757-7527

3030 HARTLEY ROAD
SUITE 290
JACKSONVILLE, FL 32257
(904) 260-6629
FAX (904) 260-5123

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: MERCHANDISERS UNLIMITED II, INC.

SECOND: The articles of incorporation were filed on: 8/1/95

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 2nd day of October, 19 94

Signature

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

James Allen Strickland - Director
JAMES ALLEN STRICKLAND, INCORPORATOR

Ronald Eugene Wilkes - Director
RONALD EUGENE WILKES, INCORPORATOR