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*Law Office*

*Matthews & DeMetrios, P.A.*

7952 NORMANDY BOULEVARD  
JACKSONVILLE, FLORIDA 32221

DONALD W. MATTHEWS  
CHRISTOPHER R. DeMETRIOS

TELEPHONE (904) 781-8371  
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August 1, 1995

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500001552765  
-08/03/95--01042--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: AVONLEA ANTIQUE CENTER, INC.

To Whom it May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for Avonlea Antique Center, Inc. I have also enclosed my trust account check in the sum of \$122.50, made payable to the Secretary of State. Please file same and return the certified copy of the Articles as soon as possible.

Thank you for your time and assistance.

Sincerely,



Donald W. Matthews

DWM/bat  
Enclosures

FILED  
95 AUG -3 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BE 8/4

ARTICLES OF INCORPORATION  
OF  
AVONLEA ANTIQUE CENTER, INC.

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35 AUG -3 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is AVONLEA ANTIQUE CENTER, INC.

ARTICLE II

NATURE OF BUSINESS

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

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock having \$1.00 par value, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 7952 Normandy Boulevard, Jacksonville, Florida 32221, and the name of the initial registered agent of this corporation at that address is Donald W. Matthews. The Board of Directors may,

from time to time, change the registered agent or move the registered office to any other address in Florida.

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by amendment to the By-Laws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

NAME	ADDRESS
Linda Best	26 Tifton Cove, South Ponte Vedra, FL 32082

#### ARTICLE VI

##### PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address shall be:

11000 Beach Boulevard  
Jacksonville, Florida 32246

#### ARTICLE VII

##### INCORPORATION

The name and address of the Incorporator of this corporation is:

NAME	ADDRESS
Linda Best	26 Tifton Cove, South Ponte Vedra, FL 32082

#### ARTICLE VIII

##### AMENDMENTS

These Articles of Incorporation may be amended in the manner

provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed his seal the 31st day of July, 1995.

Linda Best (Seal)  
LINDA BEST

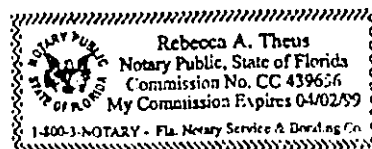
STATE OF FLORIDA                   )  
COUNTY OF DUVAL                )

BEFORE ME personally appeared Linda Best, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of AVONLEA ANTIQUE CENTER, INC., and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville,  
Duval County, Florida, this 31st day of  
July, 1995.

FLA DL  
B.230528444010

Rebecca A. Theus  
Notary Public, State of Florida  
Print Name: Rebecca A. Theus  
My Commission Expires: 4-2-99



CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
AVONLEA ANTIQUE CENTER, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon AVONLEA ANTIQUE CENTER, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 7952 Normandy Boulevard, Jacksonville, Florida 32221.

IN WITNESS WHEREOF, I, as such designated Registered Agent, have hereunto set my hand and seal this 15 day of August, 1995.

  
DONALD W. MATTHEWS (SEAL)  
Registered Agent

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TALLAHASSEE, FLORIDA