

P95000068027

LAW OFFICES OF
O'HAIRE, QUINN & CANDLER,
CHARTERED

MICHAEL O'HAIRE
JEROME D. QUINN
RICHARD B. CANDLER

95 AUG 31 AM 10:37
3111 CARDINAL DRIVE
SLIPFLOP VERO BEACH, FLORIDA 32903
P.O. BOX 4375
VERO BEACH, FLORIDA 32904
(407) 231-0900

FACSIMILE TRANSMISSIONS:
(407) 231-0720

August 29, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

100001574981
-08/31/95--01067--001
***122.50 ***122.50

In Re: George R. Slater Corp.

Dear Sir:

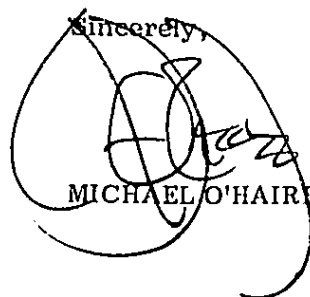
Enclosed are the original and one photocopy of the Articles of Incorporation for the above referenced new Florida corporation.

Please file the original of the Articles in your office and return to us a certified copy. Our check to your order in the sum of \$122.50 is enclosed for the following:

| | |
|----------------------|--------------|
| Filing Fee | \$35.00 |
| Certified copy | 52.50 |
| Registered agent fee | <u>35.00</u> |
| Total | 122.50 |

If you require anything further, please do not hesitate to contact me.

Sincerely,


MICHAEL O'HAIRE

MOH/pkm

Enclosures

PH
9/6/95

ARTICLES OF INCORPORATION

OF

GEORGE R. SLATER CORP.

95 AUG 31 AM 9:37
SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

The name of this corporation shall be GEORGE R. SLATER CORP., hereinafter referred to as the "corporation".

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue ten thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this

O'HAIRE, QUINN, CANDLER & O'HAIRE,

CHARTERED

3111 Cardinal Drive, Vero Beach, Florida 32963

(407) 231-6900

corporation in the State of Florida is 275 Coconut Palm Road, Vero Beach, Florida. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

ARTICLE VIII

The name and street address of the member of the first Board of Directors are:

NAME

ADDRESS

George R. Slater

275 Coconut Palm Road
Vero Beach, FL 32963

This director shall hold office until the first annual meeting or until his successors are elected or appointed and qualified as provided in the By-Laws.

ARTICLE IX

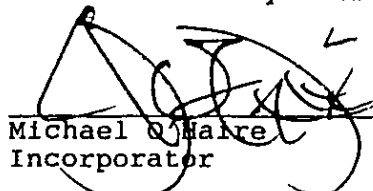
The name and address of the incorporator is Michael O'Haire, 3111 Cardinal Drive, Vero Beach, Florida, 32963.

ARTICLE X

The registered agent for service of process within this state shall be Michael O'Haire, whose street address is 3111 Cardinal Drive, Vero Beach, Florida, Indian River County, Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this

14th day of July, 1995.



Michael O'Haire
Incorporator

I HEREBY CERTIFY that I am familiar with and accept the duties
and responsibilities as registered agent for said corporation.

95 AUG 31 AM 9:37
Michael O'Haire
Registered Agent

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 10th
day of July, 1995, by Michael O'Haire, as Incorporator and
Registered Agent of George R. Slater Corp., who is personally known
to me or who has produced n/a as
identification.

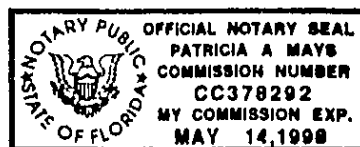
Patricia A Mays
Notary Public

Notary's name: _____

State of Florida at Large

My Commission Expires: _____

Commission No. : _____



P95 000068027

ARTICLES OF MERGER
Merger Sheet

MERGING:

GEORGE R. SLATER CORP., a Florida corporation, P95000068027

INTO

MARINE BANK & TRUST COMPANY, a Florida corporation, P96000080346

File date: November 1, 1996

Corporate Specialist: Linda Stitt