

**THANK YOU**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 11, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: BISCAYNE CONSULTING, INC.  
Ref. Number: W96000005292

We have received your document for BISCAYNE CONSULTING, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 596A00010709

*Corrected*

FILED

96 MAR 13 AM 11:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
BISCAYNE HOLDINGS, \_\_\_\_\_ INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation is Biscayne Holdings, Inc.

ARTICLE II

DURATION

The period of its duration is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

PRINCIPAL OFFICE OF CORPORATION

The initial address of the principal office of the corporation and the initial mailing address of the corporation is 100 East Granada Boulevard, Suite 200, Ormond Beach, FL 32176.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock, all of one class, with a par value of one dollar (\$1.00).

ARTICLE VI

REGISTERED AGENT AND REGISTERED OFFICE

The name of the corporation's initial registered agent is Jerome D. Mitchell, Esquire, 125 North Ridgewood Avenue, Second Floor, Daytona Beach, Florida, 32114.

## ARTICLE VII

### NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is Jerome D. Mitchell, Esquire, 125 N. Ridgewood Avenue, Daytona Beach, Florida, 32114.

## ARTICLE VIII

### AMENDMENT OF ARTICLES

These Articles of Incorporation of this Corporation may be amended, changed, altered or repealed in the manner now or hereafter described by the Florida Statutes and all rights conferred on the stockholders herein are granted subject to this reservation.

## ARTICLE IX

### OFFICERS

The names of the officer(s) who shall serve until the first election are as follows:

Jim Beckmann

President

Diane Long

Secretary/Treasurer

## ARTICLE X

### BOARD OF DIRECTORS

The following persons shall constitute the first Board of Directors:

Jim Beckmann

Diane Long

## ARTICLE XI

### DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix compensation unless otherwise provided in Articles of Incorporation or Bylaws.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE XIII

INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of this corporation.

ARTICLE XIV

INFORMAL ACTION OF DIRECTORS

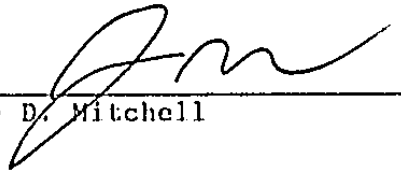
If all the directors severally and collectively consent in writing to any action taken or to be taken by the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XV

SUB-CHAPTER S SELECTION

The Board of Directors may take such action as is appropriate to assure taxation as a Sub-Chapter S small business corporation pursuant to currently applicable provisions of the Internal Revenue Code.

WITNESSED by respective hand this 8<sup>th</sup> day of March, 1996.

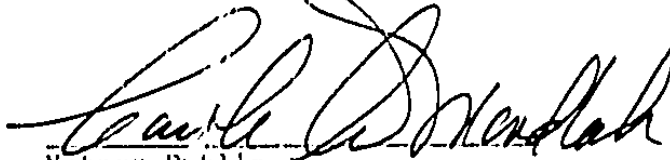
  
\_\_\_\_\_  
Jerome D. Mitchell

STATE OF FLORIDA

COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid, to take acknowledgements, personally appeared Jerome D. Mitchell, to me known to be the person described or has produced n/a as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

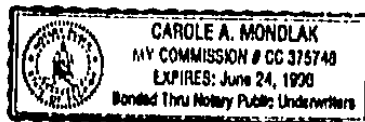
WITNESS my hand and official seal in the County and State last aforesaid this 8<sup>th</sup> day of March, 1996.



Notary Public

My Commission Expires:

My Commission Number:



FILED

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR

98 MAR 13 AM 11:14


BISCAYNE HOLDINGS, INC.

A CORPORATION FOR PROFIT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been designated as Registered Agent for Biscayne Holdings, Inc., a Florida corporation for profit (hereinafter the "Corporation"), I accept the designation and agree to act as registered agent of the Corporation, and I acknowledge that I am familiar with and accept the obligations of the position of registered agent for the Corporation.

Dated this 8<sup>th</sup> day of March, 1996.

  
Jerome D. Mitchell, Esquire

STATE OF FLORIDA

COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid, to take acknowledgements, personally appeared Jerome D. Mitchell, to me known to be the person described or has produced n/a as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 8<sup>th</sup> day of March, 1996.

  
Notary Public

My Commission Expires:

My Commission Number:

