

03/25/96

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GUNSTER YOKLEY

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3/25/96

FLORIDA DIVISION OF CORPORATIONS

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TO, DIVISION OF CORPORATIONS

FROM, GUNSTER, YOKLEY, ETAL. (WEST PALM B

DEPARTMENT OF STATE

777 S FLAGLER DR

STATE OF FLORIDA

PHILLIPS POINT SUITE 500E

409 EAST GAINES STREET

WEST PALM BEACH FL 33401-0104

TALLAHASSEE, FL 32300

CONTACT, MARY BLACKFORD CHERRY

FAX, (904) 022-4000

PHONE, (407) 050-8720

FAX, (407) 655-5877

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DOCUMENT TYPE, FLORIDA PROFIT CORPORATION OR P.A.

NAME, HAROLD GRANT OF NORTH CAROLINA, INC.

FAX AUDIT NUMBER, H00000004226

CURRENT STATUS, REQUESTED

DATE REQUESTED, 03/25/1996

TIME REQUESTED, 11:00:40

CERTIFIED COPIES, 1

CERTIFICATE OF STATUS, 0

NUMBER OF PAGES, 5

METHOD OF DELIVERY, FAX

ESTIMATED CHARGE, \$122.50

ACCOUNT NUMBER, 078117000420

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GUNSTER YOKLEY

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**ARTICLES OF INCORPORATION  
OF  
HAROLD GRANT OF NORTH CAROLINA, INC.**

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**Article I**

**Name**

The name of the corporation is Harold Grant of North Carolina, Inc.

**Article II**

**Duration**

The corporation shall have a perpetual existence.

**Article III**

**Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**Article IV**

**Address**

The principal place of business of this corporation shall be:

741 U.S. Highway One  
Suite 200  
North Palm Beach, FL 33408

Bette Kester Conrad, Esq. FL BAR #708471  
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.  
777 South Flagler Drive  
Suite 500 East  
West Palm Beach, FL 33401 (407) 655-1980

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The mailing address of this corporation shall be:

741 U.S. Highway One  
Suite 200  
North Palm Beach, FL 33408

#### Article V

##### Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value per share common stock.

#### Article VI

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 777 South Flagler Drive, Suite 500 East, West Palm Beach, FL 33401, and the name of the initial registered agent of this corporation at that address is Bette Kester Conrad. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

#### Article VII

##### Incorporator

The name and address of the person signing these Articles is:

Bette Kester Conrad  
777 South Flagler Drive, Suite 500 East  
West Palm Beach, FL 33401

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## Article VIII

### Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

## Article IX

### Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal

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representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

#### Article X

##### Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

#### Article XI

##### Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

#### Article XII

##### Beginning of Corporate Existence

The date when corporate existence shall begin shall be March 25, 1996.

  
Bette Kester Conrad

DATED: March 25, 1996

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for HAROLD GRANT OF NORTH CAROLINA, INC., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

  
Belle Kester Conrad

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TALLAHASSEE, FLORIDA

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*Harold Grant*

EXECUTIVE OFFICE  
 COLONIAL SOUTH BUILDING, SUITE 200  
 741 U.S. HWY. 1  
 NORTH PALM BEACH, FLORIDA 33409-4003  
 (888) 845-0404  
 FAX (888) 842-3003

NAPLES, FLORIDA  
 NORTH PALM BEACH, FLORIDA  
 BEWELL'S POINT  
 STUART, FLORIDA  
 VERO BEACH, FLORIDA  
 HIGHLANDS, NORTH CAROLINA

March 5, 1997

**FILED**  
 97 MAR -5 AM 11:25  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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

*dis*

Re: Harold Grant of North Carolina Inc., a Florida Corporation  
 To Whom It May Concern:

Pursuant to Section 607.1401 of the Florida Statutes, enclosed please find completed form 311. Dissolution Profit Corporation. In addition we are enclosing our check in the amount of \$35.00 to cover filing fee.

Sincerely,

HAROLD GRANT, INC.

*Robert S. Grant*  
 Robert S. Grant  
 President

RSG/ni

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## 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: Harold Grant of North Carolina, Inc.,

SECOND: The articles of incorporation were filed on: March 25, 1996, Doc. #96000226180

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 5th day of March, 1997

Signature

Robert S. Grant

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

Robert S. Grant

(Typed or printed name)

President

(Title)

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