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DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.

ATTORNEYS AND COUNSELORS AT LAW

P. O. BOX 2148
ORLANDO, FLORIDA 32802-2148

800 NORTH MAGNOLIA AVENUE
SUITE 1800
ORLANDO, FLORIDA 32803

(407) 841-1800
FAX (407) 481-1831

WRITER'S DIRECT DIAL NO.
(407) 428-5119

March 29, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Articles of Incorporation of
Russell Grove, Inc.

1000001765781
-04/02/96--01015--003
****122.50 ****122.50

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation of Russell Grove, Inc., together with a check for \$122.50 to cover the \$35.00 filing fee, \$35.00 fee for designation of registered agent and \$52.50 certified copy fee.

After the Articles of Incorporation have been filed, the copy, stamped with the date of filing, should be returned to this office. If you encounter any problems with this filing, please call me at (407) 428-5119.

Sincerely,

Mary F. Fendle

Mary F. Fendle, Legal Assistant

:mff
Enclosures (3)
cc: C. J. Ward, III

DMC 4/5/96

FILED
96 APR -1 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RUSSELL GROVE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Russell Grove, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 3821 McKay Creek Drive, c/o C. J. Ward, III, Largo, Florida 34640, which shall also be the mailing address of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 3821 McKay Creek Drive, Largo, Florida 34640. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at

that address is C. J. Ward, III. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
C. J. Ward, III	3821 McKay Creek Drive Largo, Florida 34640

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be three (3).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
C. J. Ward, III	3821 McKay Creek Drive Largo, Florida 34640
Russell F. Ward	37 Timberidge Drive Clover, South Carolina 29710
Lucile R. Stuart	Post Office Box 3135 Plum Bush Point West Tisbury, Massachusetts 02575

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Largo, Florida, this 26 day of March, 1996.

C. J. Ward, III
C. J. Ward, III

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: C. J. Ward, III
C. J. Ward, III

Date: March 26, 1996