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

20000017745812
-04710/96--01027--005
*****70.00 *****70.00

SUBJECT: The Vanguard Group Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: John A Culpepper
Name (printed or typed)

Po Box 8064
Address

Jupiter FL 33468
City, State & Zip

407 - 743-2283
Daytime Telephone number

FILED
65 APR -9 AM 10:22
TALLAHASSEE, FLORIDA

APR 15 1996

BSB

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
THE VANGUARD GROUP INC.

FILED
96 APR -9 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is The Vanguard Group Inc.

ARTICLE II

The address of the principle office of this corporation is:

The Vanguard Group Inc.
4800 Old Indian Town Rd.
Jupiter FL. 33458

The mailing address of the corporation is:

The Vanguard Group
P.O. Box 8064
Jupiter FL. 33468

ARTICLE III

The Corporation is authorized to issue a maximum of one thousand (1,000) shares of capital stock with a par value of \$1.00 per share.

ARTICLE IV

The corporation's initial registered agent and registered office in the State of Florida shall be:

John R. Culpepper
4800 Old Indiantown Rd
P.O. Box 8064
Jupiter FL. 33468

ARTICLES OF INCORPORATION
OF
THE VANGUARD GROUP INC.

ARTICLE V

The name and address of the Incorporator to these Articles of Incorporation is:

John R. Culpepper
4800 Old Indiantown Rd
P.O. Box 8064
Jupiter FL 33468

ARTICLE VI

The Corporation will have perpetual existence.

ARTICLE VII

The initial board of directors shall consist of one (1) Member. The number of directors may be increased or decreased from time to time as authorized by the By-Laws, but shall never be less than one (1). The name and address of the initial director is:

John R. Culpepper
4800 Old Indiantown Rd.
P.O. Box 8064
Jupiter FL 33468

ARTICLE VIII

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLES OF INCORPORATION
OF
THE VANGUARD GROUP INC.

ARTICLE IX

The name and address of the person signing these articles of Incorporation is:

John R. Culpepper
4800 Old Indiantown Rd
P.O. Box 8064
Jupiter FL. 33468

ARTICLE X

At each election for for directors every shareholder having the right to vote in the election shall have the right to cumulate his votes, equal to one vote per share multiplied by the number of vacancies on the board of directors, by giving his votes to a current director or candidate.

ARTICLE XI

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent as permitted by law.

ARTICLE XII

Any shareholder, including the heirs, assigns, executors or administrators of a deceased shareholder, desiring to sell or transfer such shares owned or controlled by him or them, shall first offer it to the the corporation through the Board of Directors, in the following manner:

Notification by the owner or controller of the shares to the Board of Directors by certified mail to the current corporate address. Notification shall indicate the price at which he is willing to sell or transfer said shares and the name of one arbitrator. The directors shall, within thirty days

ARTICLES OF INCORPORATION
OF
THE VANGUARD GROUP INC.

thereafter, either accept the offer, or by written notice to the seller name a second arbitrator, and these two arbitrators shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear, at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After acceptance of the offer, or the report of the arbitrators as to the value of the stock, the directors shall have thirty days within which to purchase the same at such valuation, but if at the expiration of the thirty days, the corporation shall not have exercised the right so to purchase, the owner of the shares shall offer said shares to all directors, individually, upon the same terms. If at the end of an additional thirty days the directors have not exercised their right so to purchase, the owner may dispose of the shares as he may see fit.


No shares of stock may be sold or transferred on the books of the corporation until these provisions have been complied with, but the board of directors may in any particular instance waive the requirement by written resolution.

ARTICLE XIII

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders

ARTICLES OF INCORPORATION
OF
THE VANGUARD GROUP INC.

The undersigned Incorporator has executed these Articles of
Incorporation this third day of April 1996.


John R. Culpepper
4800 Old Indiantown Rd.
P.O. Box 8064
Jupiter FL. 33468

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Vanguard Group Inc.

2. The name and address of the registered agent and office is:

John B. Culpepper
(NAME)

4800 Old Indian Town Rd.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Jupiter FL 33458
(CITY/STATE/ZIP)

FILED
APR 9 1996
TALLAHASSEE, FLORIDA
STATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

John Culpepper
(SIGNATURE)

4-3-96
(DATE)