

P.960000040711

Requestor's Name  
 6901 Beach Blvd Suite 01  
 Address  
 Jacksonville, FL 32216  
 City/State/Zip Phone #  
 904-8551235

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PEC Holding, Inc (Corporation Name) 000001818960 (Document #)  
 -05/13/96--01057--020  
 \*\*\*\*122.50 \*\*\*\*122.50

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
 96 MAY 13 PM 12:03  
 DIVISION OF CORPORATION

96 MAY 13 PM 12:23

1-633

5-13-96

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
PEC HOLDING, INC.

95 MAY 13 PM 12:20

We, the undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

**Article I - Name**

The name of this corporation is:

***PEC HOLDING, INC.***

**Article II - Nature of Business**

I. The general nature of the business to be transacted by this corporation is:

(A) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(B) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(C) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(D) To purchase to corporate assets of any other corporation and engage in the same or other character of business.

(E) To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(F) To become guarantor or surety for any other person, firm, or corporation for any purpose or transaction whatsoever.

(G) To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the company.

(H) To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the interest of the company

(I) To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida

2 The foregoing will be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation

### **Articles III - Capitol Stock**

The maximum number of shares of stock which this corporation is authorized to have outstanding at anyone time is 10,000 shares of common stock with a par value of \$1.00 per share.

### **Articles IV - Initial Capital**

The amount of capitol with which this corporation will begin business is \$500.00.

### **Article V - Term**

This corporation shall have perpetual existence.

### **Article VI - Address**

The post office address of the principal office of this corporation in the State of Florida is:

6901 Beach Blvd.  
Suite 01  
Jacksonville, Florida 32216

The Board of Directors may from time to time move the office to any other place in Florida.

### **Article VII - Directors**

This corporation will have one director initially. The number of directors may be either increased or diminished from time to time by the bylaw, but shall never be less than one.

### **Article VIII - Initial Directors**

The names and post office addresses of the members of the first Board of Directors of the corporation are:

Jimmy G. Pace

6588 Collier Road  
St. Augustine, Florida  
32092

Jimmie Jean Pace

8597 Florence Cove Road  
St. Augustine, Florida  
32092

#### Article IX - Subscribers

The names and post office addresses of the subscribers of these Articles are:

Robert Wendel Broome

7701 Baymeadows Circle West  
Unit 1033  
Jacksonville, Florida

Jimmy G. Pace

6588 Collier Road  
St. Augustine, Florida  
32092

Jimmie Jean Pace

8597 Florence Cove Road  
St. Augustine, Florida  
32092

#### Article X

1. This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any right conferred upon the stockholders is subject to this reservation.

2. The initial bylaw of this corporation shall be adopted by the directors. The bylaw may be amended from time to time by either the stockholders or the directors, but the directors may not alter or amend any bylaw adopted by the stockholders.

3. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

4. The stockholders may, by, bylaw provision or by stockholders' agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

5. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objections at such meeting to any defect or insufficiency of notice.

6. Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or

employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contracts or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contracts or transactions by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.


7. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

#### Article XI

The corporation shall indemnify any director, officer, or employee, or former director, officer, or employee of the corporation, or any person who may have served at its request as a director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the corporation that such settlements are made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer, or employee may be entitled under any bylaw, agreement, vote of shareholders, or otherwise.

In witness whereof, we have hereunto set our hands and seals this 13th, day of May 1996.

  
Robert Wendel Broome

  
Jimmy G. Pace

  
Jimmie Jean Pace

STATE OF FLORIDA  
COUNTY OF DUVAL

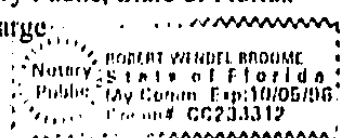
Before me, the undersigned authority, this day personally appeared, Jimmy G Pace, Jimmie Jean Pace, and Robert Wendel Broome known to me to be the parties who executed the foregoing Articles of Incorporation and they acknowledged the said Articles of Incorporation to be their act and deed and that they have associated themselves for the purpose of forming a corporation as therein set forth

Witness my hand and seal at Jacksonville in the County and State aforesaid, this 13th, day of May 1996

Robert Wendel Broome

Notary Public, State of Florida

At Large



My commission expires:

Jimmie Jean Pace

Notary Public, State of Florida

At Large



JIMMIE JEAN PACE  
My Commission CC419290  
Expires Nov. 07, 1998  
Bonded by HAI  
800-422-1888

My commission expires:

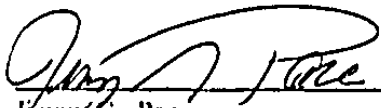
Jimmy G. Pace  
6588 Collier Road  
St. Augustine, Florida 32092

50 MAY 13 PM 12:20

May 13, 1996

To Whom It May Concern


I, Jimmy Gene Pace, hereby accept the appointment of Registered Agent for PEC Holding, Inc., to be located at 6901 Beach Blvd., Suite 01, Jacksonville, Florida 32216, according to the laws of the State of Florida.

  
Jimmy G. Pace

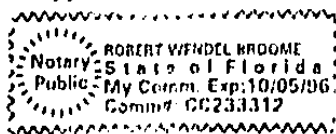
May 13, 1996  
Date

STATE OF FLORIDA  
COUNTY OF DUVAL

On this 14th, day of May 1996, personally appeared before me, Jimmy G. Pace, whom personally known to me, hereby acknowledged the execution of the foregoing document.

  
Notary

Robert Wendel Broome  
Name - Typed or Printed



My Commission Expires