

P96000041588

LAW OFFICES OF
WILBUR & ALLEN

118 WEST ADAMS STREET #1700
JACKSONVILLE, FLORIDA 32202-3889

JOHN H. WILBUR
DUDLEY D. ALLEN RA.

TELEPHONE (904) 386-4811
FAX (904) 386-4814

PLEASE REPLY TO:
POST OFFICE BOX 88
JACKSONVILLE, FLORIDA 32201

May 7, 1996

State of Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: LELA, Inc.

800001814098
-05/08/96--01007--006
*****70.00 *****70.00

Gentlemen:

I enclose herewith Articles of Incorporation for LELA, Inc. in duplicate, together with check in the amount of \$70.00, representing payment of filing fee and fee for designation of Resident Agent. I request the Articles of Incorporation be filed if they meet with your approval and that you return to me a copy showing that the Articles have been filed.

Sincerely,


John H. Wilbur

JHW:cms
Enclosures

cc: Dr. Mike Fox
cc: John Wilbur

FILED
96 MAY 24 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/14/96

JD

5003

W96.10213



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1996

WILBUR AND ALLEN
112 WEST ADAMS ST STE 1700
JACKSONVILLE, FL 32202-3895

SUBJECT: LELA, INC.
Ref. Number: W96000010213

We have received your document for LELA, 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 entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00023855

ARTICLES OF INCORPORATION

OF

LEA LAU, Inc.

ARTICLE I - NAME

The name of this corporation is:

LEA LAU, Inc.

The principal office and mailing address of the corporation is 1981 River Road, Jacksonville, Florida 32207. Its business shall be conducted in the United States and its possessions and in all foreign countries, wherever necessary or convenient. The principal office and mailing address is shown above.

ARTICLE II - BUSINESS

The general nature of the business or businesses to be transacted, conducted and carried on by corporation shall be to engage in any activity or business permitted under the laws of Florida.

ARTICLES III. CAPITAL STOCK

The authorized capital stock of this corporation shall be One Hundred (100) shares of the common stock, each share having a par value of \$5.00.

ARTICLE IV - TERM

The term for which this corporation is formed is and shall be perpetual or until dissolved according to law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is:

**112 West Adams Street, Suite 1700
Jacksonville, Florida 32202**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The name of the initial registered agent of this corporation at that address is:

**John H. Wilbur, Sr.
112 West Adams Street, Suite 1700
Jacksonville, Florida 32202**

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall not be less than two (2). The name and address of the initial directors of this corporation are:

**Michael D. Fox
1981 River Road
Jacksonville, Florida 32207**

**John H. Wilbur, Jr.
521 Rutile Drive
Ponte Vedra Beach, Florida 32082**

ARTICLES VII - BY-LAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders and subsequent shareholders may not be resold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

ARTICLE XI. SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, representing in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE XII.

The corporation shall indemnify any officer or director, or any former officer of director to the full extent permitting by law.

ARTICLE XIII. AMENDMENT

This corporation through its shareholders reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

ARTICLE XIV. INCORPORATOR

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

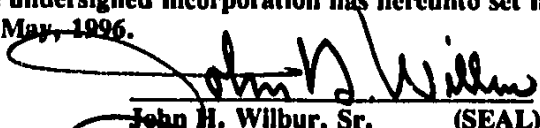
NAME

ADDRESS

John H. Wilbur, Sr.

112 West Adams Street, Suite #1700
Jacksonville, Florida 32202

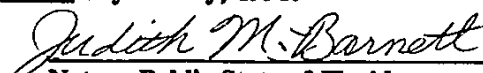
IN WITNESS WHEREOF the undersigned incorporation has hereunto set his hand and seal on this 21st day of May, 1996.


John H. Wilbur, Sr. (SEAL)

STATE OF FLORIDA)
 :SS
COUNTY OF DUVAL)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared John H. Wilbur, Sr., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21st day of May, 1996.


Notary Public-State of Florida
at Large.
Judith M. Barnett
My Commission Expires
April 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

LEA LAU, Inc.

Pursuant to Chapter 607.304, Florida Statutes, the following is submitted for
compliance with said Act:

First--That **LEA LAU, Inc.** **desiring**
to organize under the laws of the State of Florida with its principal office, as indicated
in the Articles of Incorporation at City of Jacksonville, County of DUVAL, State of
Florida, has named John H. Wilbur, Sr., located at 112 West Adams Street, Suite 1700,
City of Jacksonville, County of Duval, State of Florida, 32202, as its agent to accept
service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said Act relative to keeping open this office.

By

John H. Wilbur, Sr.
(Registered Agent)

FILED
96 MAY 24 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA