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LAW OFFICES
CHRISTENSEN AND BURK
FIRST UNION BANK BUILDING
24 CATHEDRAL PLACE
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ST. AUGUSTINE, FLORIDA 32084

PATTI A. CHRISTENSEN
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TEL 904 828-8555
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May 30, 1996

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

Re: CHARLOTTE STREET CORP.

Dear Representative:

Enclosed herewith please find original and one copy of the Articles of Incorporation for the above referenced corporation, together with our firm check in the amount of \$122.50.

Once a Charter Number is issued, please return a copy of the Articles to our office.

PLEASE EXPEDITE.

We enclose a return airbill for your convenience. Just call the 800 number as soon as the filing is completed and send us verification.

Thank you for your assistance in this matter. Please call if you have any questions.

PAC/bc
Enclosures

Best regards,

Patti Christensen
Patti A. Christensen
For the Firm

UPS Delivery

FILED
96 MAY 31 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CHARLOTTE STREET CORP.**

FILED
96 MAY 31 PM 1:26
SCL. REG. STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting hereby as Incorporators for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to Chapter 607, Florida Statutes, and other applicable law, do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be **CHARLOTTE STREET CORP.**

**ARTICLE II
ADDRESS AND REGISTERED OFFICE**

The street address, principal place of business and registered office of this corporation is hereby designated to be 57 Charlotte Street, Suite A, St. Augustine, Florida 32084, and such principal place of business and registered office may be changed in accordance with the By-Laws of the corporation or by appropriate action of the Board of Directors. The initial Registered Agent of this corporation whose business office is the same as the registered office is hereby designated to be ROBERT M. ST. CLAIR.

**ARTICLE III
NATURE OF BUSINESS**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV
BY-LAWS**

The corporation may in its By-Laws make any other provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States.

ARTICLE V
CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue is one hundred (100), all of which shall be common shares with par value of One and No/100ths (\$1.00) Dollar per share.

ARTICLE VI
INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be one Hundred and No/100ths (\$100.00) Dollars.

ARTICLE VII
TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VIII
DIRECTORS

This corporation shall initially have two (2) directors. The number of directors may be increased from time to time in accordance with the provisions of the corporation by-laws adopted by the stockholders. The name and address of the first directors are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT M. ST. CLAIR	57 Charlotte Street, Suite A St. Augustine, Florida 32084
CHANEL E. ST. CLAIR	57 Charlotte Street, Suite A St. Augustine, Florida 32084

ARTICLE IX
OFFICERS

This corporation shall consist of the following officers: President, Vice-President, Secretary & Treasurer. The officers of this corporation need not be stockholders.

ARTICLE X
INITIAL OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of the existence of the

corporation or until their successors are elected or appointed and have qualified are:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
ROBERT M. ST. CLAIR 57 Charlotte Street, Suite A St. Augustine, Florida 32084	President/Treasurer
CHANEL E. ST. CLAIR 57 Charlotte Street, Suite A St. Augustine, Florida 32084	V-President/Secretary

ARTICLE XI **INCORPORATORS**

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT M. ST. CLAIR	57 Charlotte Street, Suite A St. Augustine, Florida 32084
CHANEL E. ST. CLAIR	57 Charlotte Street, Suite A St. Augustine, Florida 32084

ARTICLE XII **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made and subscribed to the foregoing Articles of Incorporation on the 30th day of May, A.D., 1996.

Robert M. St. Clair
ROBERT M. ST. CLAIR
Chanel E. St. Clair
CHANEL E. ST. CLAIR


STATE OF FLORIDA
COUNTY OF ST. JOHNS:

I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the 30th day of May, 1996 personally came before me, ROBERT M. ST. CLAIR and CHANEL E. ST. CLAIR, the

parties who signed the foregoing Articles of Incorporation, and acknowledged to and before me that they executed the same as their free act and deed, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, the day and year aforesaid.

ID A FLORIDA DRIVERS LICENSES


Notary Public, State of Florida
at Large
My Commission Expires: _____

PATTI CHRISTENSEN
Notary Public, State of Florida
My comm. expires Nov. 27, 1992
Comm. No. CC 327558

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

FILED
96 MAY 31 PM 1:26
CLERK OF DISTRICT COURT
STATE OF FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **CHARLOTTE STREET CORP.** 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 St. Augustine, County of St. Johns, State of Florida, has named **ROBERT M. ST. CLAIR** located at 57 Charlotte Street, Suite A, St. Augustine, County of St. Johns, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.

Robert M. St. Clair
ROBERT M. ST. CLAIR

(Resident Agent)