

**P960000 48859**

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

**EFFECTIVE DATE**  
**6-6-96**

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: Showplace Properties of  
North Florida, Inc.

No 52813

- ☐ Capital Express™
- ☐ Art. of Inc. File
- ☐ Corp. Record Search
- ☐ Ltd. Partnership File
- ☐ Foreign Corp. File
- ☐ ( ) Cert. Copy(s)
- ☐ Art. of Amend. File
- ☐ Dissolution/Withdrawal
- ☐ O U S -
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Annual Report/Reinstatement
- ☐ Reg. Agent Service
- ☐ Document Filing
- ☐ Corporate Kit
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ Document Retrieval
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ File No.'s, Copies
- ☐ Courier Service
- ☐ Shipping/Handling
- ☐ Phone ( )
- ☐ Top Priority
- ☐ Express Mail Prep.
- ☐ FAX ( ) pgs.

**FILED**  
**JUN 7 1996**  
**PH 1:43**

**DISBURSED**  
**FILED**  
**380881855873**  
**-06/07/96-01067-016**  
**122.50 122.50**

<b>FEE.....</b>	\$
<b>DISBURSED.....</b>	\$
<b>SURCHARGE.....</b>	\$
<b>TAX on corporate supplies.....</b>	\$
<b>SUBTOTAL.....</b>	\$
<b>PREPAID.....</b>	\$
<b>BALANCE DUE.....</b>	\$

**F. CHESLER JUN 7 1996**

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/7		
TIME	10.00		CK No.
BY	77		

WALK-IN  
 Will Pick Up \_\_\_\_\_

Please remit invoice number with payment  
**TERMS: NET 10 DAYS FROM INVOICE DATE**  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

**THANK YOU**  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION**  
**OF**  
**SHOWPLACE PROPERTIES OF NORTH FLORIDA, INC.**

FILED  
96 JUN -7 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

**Section 1.1. Name.** The name of the corporation is **Showplace Properties of North Florida, Inc.**

EFFECTIVE DATE  
6-6-96

**ARTICLE II**

**Duration**

**Section 2.1. Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**Purposes**

**Section 3.1. Purposes.** This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE IV**

**Capital Stock**

**Section 4.1. Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of voting common stock.

The shares of stock may be issued for such consideration, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

## ARTICLE V

### Principal Office

The principal office and mailing address of the corporation is 12297 Hidden Hills Drive, Jacksonville, Florida 32225.

## ARTICLE VI

### Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 4209 Baymeadows Road, Suite 4, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation is J. Howard Sheffield, whose address is 4209 Baymeadows Road, Suite 4, Jacksonville, Florida 32217.

## ARTICLE VII

### Directors

Section 7.1. Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 7.2. Initial Directors and Officers. The names and street addresses of the members of the first board of directors and officers of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Peter J. Stephens President/Director	12297 Hidden Hills Drive Jacksonville, Florida 32225
Marlene A. Stephens Vice President/Director	12297 Hidden Hills Drive Jacksonville, Florida 32225

Section 7.3. Compensation. 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 directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE VIII**

**Bylaws**

**Section 8.1. Bylaws.** The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX**

**Incorporator**

**Section 9.1. Name and Address.** The name and street address of the incorporator of this corporation is:

J. Howard Sheffield

4209 Baymeadows Road, Suite 4  
Jacksonville, Florida 32217

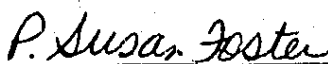
**IN WITNESS WHEREOF,** the incorporator has executed these Articles the 6th day of June, 1996.

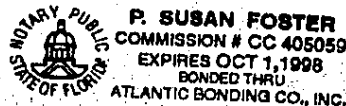
  
\_\_\_\_\_  
J. HOWARD SHEFFIELD

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 6th day of June, 1996 by J. Howard Sheffield who is personally known to me.

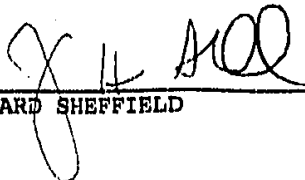
  
\_\_\_\_\_  
Notary Public  
My Commission expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.0501,  
the following is submitted:

Showplace Properties of North Florida, Inc., desiring to organize  
or qualify under the laws of the State of Florida hereby designates  
J. Howard Sheffield its registered agent to accept service of  
process within the State of Florida and the address of its  
registered office shall be 4209 Baymeadows Road, Suite 4,  
Jacksonville, Florida 32217.

  
J. HOWARD SHEFFIELD

FILED  
26 JUN - 7 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated: June 6, 1996

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate, I  
hereby agree to act in this capacity, and I further agree to comply  
with the provisions of all statutes relative to the proper and  
complete performance of my duties.

  
J. HOWARD SHEFFIELD

Dated: June 6, 1996