

1201 HAYS STREET
TALLAHASSEE, FL 32301-2007
904-222-0171
904-222-0193

0:144-1146

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PRIME HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 986236 5379C

AUTHORIZATION : Patricia Pujate

COST LIMIT : \$ 122.50

ORDER DATE : June 13, 1996

ORDER TIME : 10:33 AM

ORDER NO. : 986236

900001861258

CUSTOMER NO: 5379C

CUSTOMER: Kim Newberry, Legal Assistant
HARRIS BARRETT MANN & DEW
765 Cortaro Drive
Sun City Center, FL 33573

DOMESTIC FILING

NAME: MORRIS JEAN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

CP
6/13/96

RECEIVED
JUN 13 1996
10:27

RECEIVED
JUN 13 1996
4:11:22
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
MORRIS JEAN, INC.**

FILED
CLERK OF DISTRICT COURT
DIVISION OF CORPORATIONS
96 JUN 13 PM 4:27

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is **MORRIS JEAN, INC.**

ARTICLE II

PURPOSE

This corporation may engage in any activity or business
permitted under the laws of the United States and of the State of
Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is
authorized to have outstanding at any time is 100 Shares of common
stock of One and 00/100 (\$1.00) Dollar per share par value.

ARTICLE IV

DURATION

This corporation is to exist perpetually.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 1605 Bunker Hill Drive, Sun City Center, Hillsborough County, Florida 33573.

The name and street address of the initial registered agent of the corporation in the State of Florida is: **NEAL M. NIGHTINGALE**, 1605 Bunker Hill Drive, Sun City Center, Hillsborough County, Florida 33573. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have Two (2) directors, the names of whom are as follows:

NAME

ADDRESS

NEAL M. NIGHTINGALE

1605 Bunker Hill Drive
Sun City Center, FL 33573

MARY M. NIGHTINGALE

1605 Bunker Hill Drive
Sun City Center, FL 33573

ARTICLE VII

INCORPORATORS

The names and addresses of the incorporators of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
NEAL M. NIGHTINGALE	1605 Bunker Hill Drive Sun City Center, FL 33573
MARY M. NIGHTINGALE	1605 Bunker Hill Drive Sun City Center, FL 33573

ARTICLE VIII

OFFICERS

The names and addresses of the officers of this corporation are as follows:

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
NEAL M. NIGHTINGALE President	1605 Bunker Hill Drive Sun City Center, FL 33573
MARY M. NIGHTINGALE Secretary/Treasurer	1605 Bunker Hill Drive Sun City Center, FL 33573

ARTICLE IX

COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE XI

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: **NEAL M. NIGHTINGALE** and **MARY M. NIGHTINGALE**.

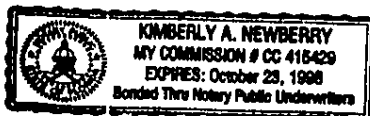
Dated this 12th day of June, 1996.

Neal M. Nightingale
NEAL M. NIGHTINGALE

Mary M. Nightingale
MARY M. NIGHTINGALE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 12th day of June, 1996, by **NEAL M. NIGHTINGALE** and **MARY M. NIGHTINGALE**, who are personally known to me or who has produced a Drivers License as identification, and who did take an oath.



Kimberly A. Newberry
Printed Name:
Notary Public
My Commission Expires:
Serial Number:

KN:C:\CORP\NIGHTING\ARTICLES

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

RECEIVED
FLORIDA SECRETARY OF STATE
1000 PENNSYLVANIA
96 JUL 13 PM 1:27

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: **MORRIS JEAN, INC., a Florida corporation**
2. The name and address of the registered agent and office is:

Neal M. Nightingale
1605 Bunker Hill Drive
Sun City Center, FL 33573

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.

Neal M. Nightingale
Neal M. Nightingale

6/12/96
(Date)