

1201 HAYS STREET
JACKSONVILLE, FL 32202
904-251-0911
904-251-0911
904-251-0911
100001865401
-06/18/96--01096--021
****122.50 ****122.50



PROCESSED BY
FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 991111 11208A

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : June 18, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 991111

CUSTOMER NO: 11208A

CUSTOMER: Julia Harris, Esq
KENT RIDGE & CRAWFORD

Suite 900
225 Water Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: S & R INVESTMENT CORPORATION

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

RECEIVED
JUN 18 PM 12:07
OFFICE OF COM. CREATION
CP 6/18/96

ARTICLES OF INCORPORATION
OF

FILED
JUN 17 1996
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

S & R INVESTMENT CORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida under and pursuant to the following Articles of Incorporation effective this day 17th day of June, 1996:

ARTICLE I.

The name and mailing address of the corporation shall be: S & R Investment Corporation, 9171 103rd Street, Jacksonville, Florida 32210.

ARTICLE II.

The general nature of the businesses to be transacted by the corporation shall be as follows:

(a) To buy, sell and otherwise dispose of, hold, own, improve, lease, mortgage and otherwise encumber, and to trade and deal in all kinds of real estate and any interests therein, either a principal or agent, upon commission or otherwise;

(b) To buy, sell and otherwise dispose of, hold, own, manufacture, produce, export, import, mortgage, pledge, hypothecate and otherwise encumber, and to trade and deal in all kinds of personal property, either as principal or agent, upon commission or otherwise;

(c) To acquire by subscription, purchase or otherwise, to hold for investment or resale, to mortgage, pledge, hypothecate and

to sell or otherwise dispose of, and in all ways to trade and deal in and with, as principal or agent, and upon commission or otherwise, stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of individuals and of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies and authorities, and investment securities and choses in action generally; with power to issue its own securities in exchange therefor to the extent permitted by the corporation laws of the State of Florida; to collect the interest and dividends on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things suitable and proper for the protection, conservation or enhancement in value of any securities, choses in action, properties or investments held by it; and to possess and exercise, with respect thereto, all of the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting power thereon;

(d) Without limit as to amount, to borrow money for the purposes of the corporation, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to issue, sell and dispose of bonds, notes, debentures or other obligations of the corporation from time to time for any of its objects and purposes, with or without security, and, if so determined, to secure the same by mortgage, pledge, deed of trust or otherwise;

(e) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities, of any person, firm, association or corporation; to pay therefor in cash, the stock, bonds, notes, debentures or other obligations of the corporation, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business;

(g) To acquire, hold, use, lease, grant licenses in respect of, pledge, mortgage, sell, assign or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names, relating to or useful in connection with any business of the corporation;

(h) To enter into, make, perform and carry out, without limit as to amount, contracts and arrangements pertaining to the business of the corporation, including but not limited to arrangements for the sharing of profits, union of interests, joint ventures, reciprocal concessions or cooperation, with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, located in or organized under the laws of any authority in any part of the world, and to obtain from any such governmental, municipal

or public authority any rights, privileges or concessions which the corporation may think desirable to obtain, and to carry out, exercise and comply with any such rights, privileges and concessions;

(1) To have one or more offices, and to carry on its operations and to transact its business and promote its objects and purposes in any part of the world, either alone or with other individuals, firms, syndicates, partnerships, associations, corporations, authorities or other entities, without restriction as to place or amount, and to do all lawful acts and things necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth.

IN GENERAL, and in connection with the foregoing, the corporation shall have and may use, exercise and enjoy all the powers of like corporations conferred by the corporation laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers or purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purposes of the corporation, and that the objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE III.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be

one thousand (1000) shares having a par value of one Dollar (\$1.00) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable. The stockholders shall have no preemptive rights with respect to the capital stock or securities of the corporation, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the stockholders then holding shares of its capital stock.

ARTICLE IV.

The corporation shall have perpetual existence.

ARTICLE V.

The street address of the initial registered office of this corporation in Florida shall be 225 Water Street, Suite 900, Jacksonville, Florida 32202 and its initial registered agent at that address shall be John R. Crawford. The Board of Directors may, from time to time, change the registered office and registered agent of the corporation upon notification to the proper authorities.

ARTICLE VI.

The number of the directors of this corporation shall be not less than one (1) nor more than seven (7) as fixed from time to

time by the provisions of the By-Laws.

ARTICLE VII.

The name and street address of the sole member of the first Board of Directors, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until his successors are elected and have qualified, is as follows:

<u>Name</u>	<u>Street Address</u>
John R. Crawford	225 Water Street, Suite 900 Jacksonville, Florida 32202

ARTICLE VIII.

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
John R. Crawford	225 Water Street, Suite 900 Jacksonville, Florida 32202
Julia A. Harris	225 Water Street, Suite 900 Jacksonville, Florida 32202

ARTICLE IX.

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the

powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved by the stockholders.

(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

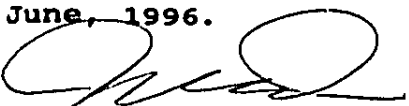
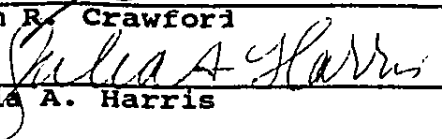
(4) No Director or officer of this corporation shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this corporation either as vendor, purchaser or otherwise, nor, in the absence of fraud, shall any contract, transaction or act of this corporation be void or voidable or affected by reason of the fact that any such director or officer, or any firm of which any such director or officer is a member or any employee, or any corporation of which any such director or officer is an officer, director, stockholder or employee, has any interest in such contract, transaction or act, whether or not adverse to the interest of this corporation, even though the vote of the director or directors or officer or officers

having such interest shall have been necessary to obligate this corporation upon such contract, transaction or act; and no director or directors or officer or officers having such interest shall be liable to this corporation or to any stockholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such director or directors or officer or officers be accountable for any gains or profits realized thereon.

ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true, all on this 17th day of June, 1996.


_____(SEAL)
John R. Crawford

_____(SEAL)
Julia A. Harris

STATE OF FLORIDA
COUNTY OF DUVAL

Before me personally appeared this day John R. Crawford and Julia A. Harris, the parties to the foregoing Articles of Incorporation, to me well known and to me known to be the individuals described in and who executed the foregoing Articles of Incorporation and who are both personally known to me, and who acknowledged before me that they each made, subscribed and acknowledged the foregoing Articles of Incorporation as their voluntary act and deed and that the facts set forth therein are true and correct, and who did not take an oath.

WITNESS my hand and official seal on this 17th day of June, 1996.

Ivelise F. Rodriguez
Signature of Notary Public

Ivelise F. Rodriguez
Printed Name of Notary Public
Notary Public, State and County
aforesaid

My commission expires: _____

(Notarial Seal) RODRIGUEZ
My Commission CC404084
Expires Aug. 30, 1998
Bonded by HAI
900-422-1555

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for S & R Investment Corporation, a Florida corporation, at the place designated in the Articles of Incorporation of said corporation, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge that I am familiar with, and accept, the obligations imposed upon registered agents, including the obligations imposed by section 607.0505, Florida Statutes.



Registered Agent

1201 HAYS STREET
TALLAHASSEE, FL 32301-0001
800-342-8086
P960000 51884



ACCOUNT NO. : 072100000032
REFERENCE : 175353 11208A
AUTHORIZATION :
COST LIMIT : \$ PPD

RECEIVED
96 DEC 4 PM 3:55
DIVISION OF CORPORATION

ORDER DATE : December 4, 1996

ORDER TIME : 12:24 PM

ORDER NO. : 175353-005

200002020012--5
-12/04/96--01114--003
*****87.50 *****87.50

CUSTOMER NO: 11208A

CUSTOMER: Ms. Pam Kurth
Kent Ridge & Crawford
Suite 900
225 Water Street
Jacksonville, FL 32202

DOMESTIC AMENDMENT FILING

NAME: S & R INVESTMENT CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

N. HENDRICKS DEC - 6 1996

RECEIVED
96 DEC 4 PM 1:55
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1996

CSC NETWORKS
W. CHARLES EARNEST
TALLAHASSEE, FL

SUBJECT: S & R INVESTMENT CORPORATION
Ref. Number: P96000051884

RESUBMIT

Please give original
submission date as file date.

We have received your document for S & R INVESTMENT CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 996A00054451

RECEIVED
96 DEC -6 AM 8:17
DIVISION OF CORPORATION

**CERTIFICATE AS TO AMENDMENT OF
ARTICLES OF INCORPORATION OF
S & R INVESTMENT CORPORATION**

FILED
96 DEC -4 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, Jeanie M. Smith and Belmont P. Smith, Jr., hereby certify that we are President and Secretary, respectively, of S & R Investment Corporation, a Florida corporation. We further certify that the following resolution relating to the amendment of the Articles of Incorporation of said corporation was unanimously approved and adopted by the stockholders and directors of said corporation at a special joint meeting of the directors and stockholders duly called and held on November 13, 1996:

BE IT RESOLVED, that, effective upon the filing of Articles of Amendment with the Secretary of State of Florida, the Articles of Incorporation of this corporation are hereby amended to change the name of the corporation to: J & S INVESTMENT CORPORATION

Executed this 13th day of November, 1996.

Jeanie M. Smith
Jeanie M. Smith
As President of S & R
Investment Corporation

Belmont P. Smith, Jr.
Belmont P. Smith, Jr.
As Secretary of S & R
Investment Corporation

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 13TH
day of November, 1996, by Jeanie M. Smith and Belmont P. Smith,
Jr., as President and Secretary, respectively, of S & R Investment
Corporation, a Florida corporation, on behalf of said corporation,
and who are each personally known to me or who have produced
PERSONALLY KNOWN as identification.

Norma S. Owens
Signature of Notary Public

NORMA S. OWENS
Printed Name of Notary Public
Notary Public, State of Florida
My commission expires: 4-24-98

