

06/21/1996

FROM: WEAVER & ASSOCIATES

*96000053359*

14 PM

FLORIDA DIVISION OF CORPORATIONS

((H96000008728))

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

FROM: WEAVER & ASSOCIATES  
PO BOX 466

STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

LAKE WALES FL 33859-0466

FAX: (904) 922-4000

CONTACT: TERI MONDAY  
PHONE: (941) 676-6000  
FAX: (941) 670-1515

((H96000008720))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: HODGES INVESTMENTS, INC.

FAX AUDIT NUMBER: H96000008728

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/21/1996

TIME REQUESTED: 15:14:42

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX/MAIL

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER:

073777002313

Note: Please print this page and use it as a cover sheet when submitting

documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit

number on the top and bottom of all pages of the document.

((H96000008728))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

96 JUN 24 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*6/24*

FLORIDA DIVISION OF CORPORATIONS

96 JUN 24 AM 7:48

RECEIVED

((H96000008728))  
ARTICLES OF INCORPORATION  
OF  
HODGES INVESTMENTS, INC.

FILED  
MAR 24 11  
SECRETARY OF STATE  
TALLAHASSEE, FL

The undersigned, being a natural person *sui juris* and a subscriber to the shares of the Corporation to be organized hereunder, for the purpose of forming a corporation under Ch. 007, FLA.STAT. as amended, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is **HODGES INVESTMENTS, INC.**

ARTICLE II

The mailing address, the initial registered office, and the principal office of the Corporation shall be 5050 Struthers Road, Winter Haven, FL 33884. The name of the initial registered agent at that address shall be **SUE HODGES**.

ARTICLE III

The capital stock of the Corporation will consist of 7,500 shares of common stock, par value \$1.00 per share.

ARTICLE IV

The name and address of the incorporator are as follows:

NAME

ADDRESS

**SUE HODGES**

**5050 Struthers Road  
Winter Haven, FL 33884**

ARTICLE V

The Board of Directors of the Corporation shall consist of not less than one (1) and not more than five (5) persons who shall be elected at the first meeting of the stockholders, but the directors need not be stockholders. The property and business of the Corporation shall be managed and controlled by the Board of Directors. The name and address of the members of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are:

NAME

ADDRESS

**LEE HODGES**

**5050 Struthers Road  
Winter Haven, FL 33884**

Instrument Preparer:  
James M. Weaver, Esq.  
WEAVER & ASSOCIATES  
240 Park Avenue  
Post Office Box 466  
Lake Wales, FL 33859-0466  
941/676-6000

(( (H96000008728) ))

**SUE HODGES**

**5080 Struthers Road  
Winter Haven, FL 33884**

**ARTICLE VI**

The nature of the business and the objects and purposes for which the Corporation is formed and which may be transacted, promoted, and carried on by the Corporation are to do any and all business permitted under the laws of the State of Florida.

**ARTICLE VII**

The Bylaws of this Corporation may be amended, altered, or repealed by the Board of Directors.

**ARTICLE VIII**

The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

**ARTICLE IX**

Any person, upon becoming the owner or holder of any shares of stock or other securities issued by this Corporation, does hereby consent and agree that all rights, powers, privileges, obligations, or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of the United States which have reference to or affect corporations, such securities, or such person if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend, or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted, or allowed by such legislative enactments.

**ARTICLE X**

Each director or officer, or former director or officer, of this Corporation and his legal representatives shall be indemnified by the Corporation against liabilities, expenses, counsel fees, and costs reasonably incurred by him as a result of any action, suit, proceeding, or claim in which he is made a party by reason of his being or having been such director or officer; and any person who, at the request of this Corporation, served as director or officer of another corporation in which this Corporation owned corporate stock, and his legal representative, shall in like manner be indemnified by this Corporation; provided that in neither case shall the Corporation indemnify such director or officer with respect to any matters in which he shall be finally adjudged in any such action, suit, or proceeding to have been liable for negligence or misconduct in the performance of his duties as such director or officer. The indemnification herein provided for, however, shall apply also in respect to any amount paid in compromise of any such action, suit, or proceeding or claim asserted against such director or officer (including expenses, counsel fees, and costs reasonably incurred in connection therewith), provided the Board of Directors shall have first approved such proposed compromise settlement and determined that the officer or director involved was not guilty of negligence or misconduct; but,

((H9600008728))

In taking such action, any director involved shall not be qualified to vote thereon, and if for this reason a quorum of the Board cannot be obtained to vote on such matter, it shall be determined by a committee of three (3) persons appointed by the shareholders at a duly called special meeting or a regular meeting. In determining whether a director or officer was guilty of negligence or misconduct in relation to any such matter, the Board of Directors or committee appointed by the shareholders, as the case may be, may rely conclusively upon an opinion of independent counsel selected by such Board or committee. The right of indemnification herein provided shall not be exclusive of any other rights to which such director or officer may be lawfully entitled.

ARTICLE XI

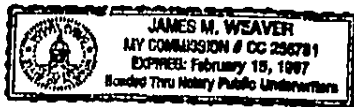
No holder of common share of this Corporation shall be entitled of right to subscribe for, purchase, or receive any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or of any bonds, debenture, or other securities convertible into stock of any class, and all such additional shares of stock, bonds, debenture, or other securities convertible into stock may be issued and disposed of by the Board of Directors to such person or persons and on such terms and for such consideration (so far as may be permitted by law) as the Board of Directors, in their absolute discretion, may deem advisable.

IN WITNESS WHEREOF, I have hereunto set my hand on June 20, 1996.

  
SUE HODGES, Incorporator

**ACKNOWLEDGMENT**

This instrument was acknowledged under oath before me in Polk County, Florida, on June 20, 1996, by SUE HODGES, () personally known to me, or () driver's license verified identity (Indicate by "X").



  
Notary Public  
My Commission Expires:

((H9600008728))

**REGISTERED AGENT CERTIFICATE**

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

HODGES INVESTMENTS, INC., desiring to organize and incorporate under Florida law with its principal office and its registered office as indicated in the Articles of Incorporation, has named **SUE HODGES** as its agent to accept service of process within this State in compliance with FLA. STAT. § 48.091.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above Corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to keep the office open in compliance with FLA. STAT. § 48.091.

*Sue Hodges*  
SUE HODGES, Registered Agent

96 JUN 24 AM 10:15  
FILED  
STATE OF FLORIDA  
TALLAHASSEE

((H9600008728))