

P96000154466

GRANT & GRANT

ATTORNEYS AT LAW

859 PARK AVENUE, SUITE 101
ORANGE PARK, FLORIDA 32073

WILLIAM H. GRANT, JR.
WILLIAM H. GRANT, III

June 24, 1996

FILED
JUN 25 PM 2:11
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-06/26/96--01093--004
*****70.00 *****70.00

RE: **GRANT, GRANT, AND DUGGAR, P.A.**

Dear Sir:

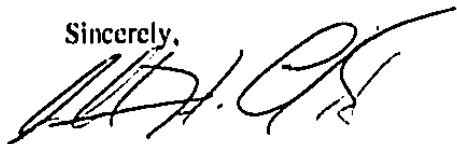
Enclosed for filing are the Articles of Incorporation for the above-referenced corporation and the designation of registered agent for the corporation.

Our check in the amount of \$70.00 is enclosed to cover the following costs:

Filing Fee for Articles of Incorporation	\$35.00
Fee for designating Registered Agent	35.00
Total	\$70.00

Thank you for the assistance with the filing of these documents.

Sincerely,



William H. Grant, III

WHGIII/jw

Enc.

6/26/96
JD

**ARTICLES OF INCORPORATION FOR
GRANT, GRANT AND DUGGAR, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a professional corporation for profit under the provisions of Chapter 621 of the laws of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the this corporation shall be: **GRANT, GRANT AND DUGGAR, P.A.**

ARTICLE II

The general nature of the business to be transacted by the corporation shall be and is to engage in every aspect of the general practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents and employees who are active members of The Florida Bar in good standing.

This corporation shall not engage in any business other than the practice of law. However, this corporation may invest its funds in real estate, mortgages, stocks, bonds and any other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares, 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 stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock. Shares of the corporations's stock and certificates therefor shall be issued only to active members of The Florida Bar in good standing.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The principal office of this corporation shall be located in the City of Orange Park, County of Clay, State of Florida, and the post office address of said principal office of the

corporation shall be 859 Park Avenue, Suite 104, Orange Park, Florida 32073.

ARTICLE VI

The street address and city of the initial registered office of the corporation is 859 Park Avenue, Suite 104, Orange Park, Florida 32073, and the name of its initial registered agent at such address is WILLIAM H. GRANT, III.

ARTICLE VII

The number of directors of this corporation shall be three (3), however, the number of directors may be increased or decreased from time to time as provided in the By-Laws or an amendment to the Articles of Incorporation.

ARTICLE VIII

The names and post office addresses of the members 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 their successors are elected and have qualified, are as follows:

Name	Post Office Address
WILLIAM H. GRANT, JR.	859 Park Avenue, Suite 104 Orange Park, Florida 32073
WILLIAM H. GRANT, III	859 Park Avenue, Suite 104 Orange Park, Florida 32073
MICHAEL J. DUGGAR	859 Park Avenue, Suite 104 Orange Park, Florida 32073

ARTICLE IX

The name and post office address of each subscriber of these articles of incorporation are as follows:

Name	Post Office Address
WILLIAM H. GRANT, JR.	859 Park Avenue, Suite 104 Orange Park, Florida 32073
WILLIAM H. GRANT, III	859 Park Avenue, Suite 104 Orange Park, Florida 32073

MICHAEL J. DUGGAR

859 Park Avenue, Suite 104
Orange Park, Florida 32073

ARTICLE X

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 bylaws, 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 articles of incorporation or amendment thereto, or by the by-laws as constituted from time to time, expressly conferred upon or reserved to 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 may from time to time 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 contract or other transaction between the corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

ARTICLE XI

This corporation reserves the right to amend, alter, change or repeal any provision 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 this 24th day of June, 1996, 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.

William H. Grant, Jr.
WILLIAM H. GRANT, JR.

W.H.G.
WILLIAM H. GRANT, III

Michael J. Duggar
MICHAEL J. DUGGAR

STATE OF FLORIDA
COUNTY OF CLAY

Before me, the undersigned authority, personally appeared WILLIAM H. GRANT, JR., WILLIAM H. GRANT, III, and MICHAEL J. DUGGAR, to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of June, 1996.

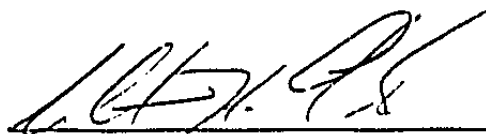


JOYCE A WILLIAMS
My Commission CG544094
Expires Mar. 31, 2000

Joyce A. Williams
Notary Public

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process. I am familiar with and accept the obligation of that position.



WILLIAM H. GRANT, III
Registered Agent