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FILED

MARK A. BEDNAR, P.A.

Attorney at Law

11 East Zaragoza Street
Pensacola, Florida 32501

Telephone 904-435-1025
Facsimile 904-434-7844

96 JUN 26 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mailing Address: P.O. Drawer 13146, Pensacola, Florida 32591

June 25, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500001876845
-06/26/96--01122--001
****122.50 ****122.50

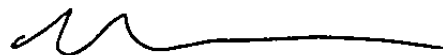
RE: Incorporation of:
Highground Properties, Inc.

Dear Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation concerning the above, for filing with your office. A check in the amount of \$122.50 is enclosed to cover the cost of filing.

I would appreciate your faxing a copy to 904-434-7844 and returning the certified copy to my office at your earliest convenience. If you should have any questions, please advise.

Sincerely,



Mark A. Bednar

MAB:tms
enclosures

Please return to:
Mark A. Bednar, Esquire

PH
6/27/96

**ARTICLES OF INCORPORATION
OF
HIGHGROUND PROPERTIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: Highground Properties, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transaction any or all lawful
business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 200 shares of \$1.00 par value common
stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of
the same kind, class or series as that which he already holds, shall have the right to
purchase his pro-rata share thereof (as nearly as may be done without issuance of
fractional shares) at the price which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 11 East
Zaragoza Street, Pensacola, Florida 32501, and the name of the registered agent for
this corporation is MARK A. BEDNAR, 11 East Zaragoza Street, Pensacola, Florida
32501.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

MARK A. BEDNAR 11 East Zaragoza Street
Pensacola, Florida 32501

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

MARK A. BEDNAR 11 East Zaragoza Street
Pensacola, Florida 32501

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

MARK A. BEDNAR 200 Shares

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in

these Article of Incorporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIV - TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Article of Incorporation this 25th day of June, 1996.



MARK A. BEDNAR

STATE OF FLORIDA)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 25th day of June, 1996 by MARK A. BEDNAR, who is personally known to me and who did not take an oath.



NOTARY PUBLIC



TINA STROUD
My Commission GC660236
Expires Apr. 24, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 JUN 26 PM 1:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned, _____, a corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is Highground Properties, Inc.
2. The name and address of the registered agent and office is Mark A. Bednar, 11 East Zaragoza Street, Pensacola, Florida 32501.



MARK A. BEDNAR, PRESIDENT
11 East Zaragoza Street
Pensacola, Florida 32501

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.



MARK A. BEDNAR

June 25, 1996

P96000054910
STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued also such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Mark A. Bodnar EIN or SS#: 59-2914300

Address: 11 East Zaragoza Street Pensacola, Florida 32501

Amount: \$35.00 Date Paid 7-12-96

Reason for claim: Corporation no longer wishes to file name change
on HIGHGROUND PROPERTIES, INC. (P96000054910)

Darlene Connell - Amendment

Certified true and correct this 24th day of July, 1996.

Signature: [Signature]

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	Amount of recommended refund: <u>\$ 35.00</u>
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. <u>0106A-017</u> dated <u>07/16/96</u>	
Name of Account	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607.0122</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT:	<u>4520213000145300000022002000</u>
Certified true and correct this _____ day of _____, 19 _____	
Department of State, Division of Corporations (Agency)	(Authorized Signature and Title)

FedEx USA Airbill

7940259434

700001894177
-07/16/96--01044--017
*****35.00 *****35.00

From

7/12/96

1157-4423-2

To

904-7435-1025

MARK A BEDVAR ATTY

Company

Daytime

Evening

111 ZAHAGODA ST

Address

PENSACOLA

FL 32501

Office Use Only

(S), (if known):

Next Federal Policy Reference Information

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1996

MARK A. BEDNAR, ATTY.
11 EAST ZARAGOZA ST.
PENSACOLA, FL 32501

SUBJECT: HIGHGROUND PROPERTIES, INC.
Ref. Number: P96000054910

We have received your document for HIGHGROUND PROPERTIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

Please complete the enclosed refund application and return it to this office for processing.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 896A00034630