

P9600055071

Memorandum

To: Florida Department of State
Jim Smith - Secretary of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

From: Debra C. Hall
INFLOW, Inc.

Date: May 31, 1996

Subject: Articles of Incorporation

FILED
JUN 27 1996
TALLAHASSEE, FLORIDA

Attached to this memorandum are two copies of the Articles of Incorporation for INFLOW, Inc., and a check in the amount of \$122.50. Please file one copy with your agency and return a file-stamped copy to the enclosed stamped, self-addressed envelope.

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-06/04/96--01117--007
****122.50 ****122.50

INFLOW
8830 CYPRESS GARDEN DR.
SUITE 102
JACKSONVILLE, FL 32216

W96 - 1204/8
507

6-6-96
TB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1996

DEBRA C HALL
9250 CYPRESS GREEN DRIVE STE 102
JACKSONVILLE, FL 32256

SUBJECT: INFLOW, INC.
Ref. Number: W96000012048

We have received your document for INFLOW, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00028377

ARTICLES OF INCORPORATION

Article 1 - Name

1.1 The name of this corporation is INFLOW Management Group, Inc.

Article 2 - Nature of Business

2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of Florida or any other state and of the United States.

Article 3 - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock having a par value of Ten Cents (\$0.10) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

Article 4 - Term of Existence

The term for which this corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article 5 - Principal Office

The name and address in the State of Florida of this corporation's initial principal office and mailing address is:

INFLOW Management Group, Inc.
9250 Cypress Green Drive, Suite 102
Jacksonville, Florida 32256

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CLERK OF THE COURT
JACKSONVILLE, FLORIDA

Article 6 - Initial Registered Office and Agent

The initial registered office of this corporation in the State of Florida is 9250 Cypress Green Drive, Suite 102, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation at that address is Debra C. Hall. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

Article 7 - Initial Board of Directors

This corporation shall have two director(s) initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of directors be reduced below one. The name and address of the initial director(s) of this corporation are:

<u>Name</u>	<u>Address</u>
Debra C. Hall	9250 Cypress Green Drive, Suite 102 Jacksonville, Florida 32256
Ronald Keith Hall	9250 Cypress Green Drive, Suite 102 Jacksonville, Florida 32256

Article 8 - Incorporator

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Debra C. Hall	9250 Cypress Green Drive, Suite 102 Jacksonville, Florida 32256

Article 9 - Amendments

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, as sole Incorporator of this corporation and being a natural person competent to contract, has executed these Articles of Incorporation this ~~May 31, 1996.~~ JUNE 20, 1996

Debra C. Hall, Incorporator: *Debra C. Hall*

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME personally appeared Debra C. Hall to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of INFLOW Management Group, Inc., and she acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this ~~May 31, 1996.~~ JUNE 20, 1996

Rebecca Baron
Notary Public, State of Florida,
My Commission Expires DEC 14 1998

[NOTAL



CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF

INFLOW MANAGEMENT GROUP, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon INFLOW Management Group, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 9250 Cypress Green Drive, Suite 102, Jacksonville, Florida 32256.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on ~~May 31, 1996~~ June 20, 1996 *DH*


Debra C. Hall, Registered Agent

**ASSIGNMENT OF
INCORPORATOR'S SUBSCRIPTION**

KNOW ALL MEN BY THESE PRESENTS that the undersigned, in consideration of Ten Cents, the receipt whereof is hereby acknowledged, and for other good and valuable considerations, has sold, assigned, transferred and set over, and by these presents does sell, assign, transfer and set over, all of her rights, title and interest as incorporator and subscriber to the capital stock of INFLOW Management Group, Inc., a corporation organized and existing under the laws of the State of Florida, to the following individual in the amounts set forth opposite their respective names:

<u>Name</u>	<u>Shares</u>
Debra C. Hall	1,000 voting common

WITNESS my hand and seal as of this 31st day of May, 1996.

Debra C. Hall
Debra C. Hall, Incorporator

R. Keith Hall
WITNESS
W. F. Hall
WITNESS

FILED
JUN 27 1996
TALLAHASSEE, FLORIDA