

Edward A. Dempsey, Jr.
Attorney at Law

1124 South Edgewood Avenue • Jacksonville, Florida 32209
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June 26, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32304

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Attention: Corporations' Division

Re: GRAHAM-ROGERS MORTUARY, INC.

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation of GRAHAM-ROGERS MORTUARY, INC. Also, enclosed please find my check # 4358 in the amount of \$122.50 which covers the following:

Filing Articles of Incorporation	\$ 35.00
Filing Registered Agent Form	\$ 35.00
Certified Copy	\$ 52.50

Also, enclosed please find the properly executed registered agent form. Please return to this office a certified copy of the Articles of Incorporation at your earliest possible convenience.

Your cooperation and assistance in this matter is greatly appreciated.

Very truly yours,

Edward A. Dempsey, Jr.

EADJr/es

Enclosures:

**ARTICLES OF INCORPORATION
OF
GRAHAM-ROGERS MORTUARY, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **GRAHAM-ROGERS MORTUARY, INC.**, and its initial post office address and its principal office for the conduct of business is 3031 Moncrief Road, Jacksonville, Florida 32009.

ARTICLE II

The duration of the corporation is to be perpetual and shall commence its corporate existence upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

The general purpose for which this corporation is organized is for the transaction of any and all lawful business for which corporations may be incorporated under Florida Statute 607.

ARTICLE IV

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is **ONE HUNDRED (100)** shares of common stock, having a par value of **FIVE DOLLARS (\$5.00)** per share.

Said capital stock shall be non-assessable and shall be paid for in lawful money of the United States or in property, labor, or

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in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

ARTICLE V

The street address of the initial registered office of this corporation is 1124 South Edgewood Avenue, Jacksonville, Florida 32208, and the name of the initial registered agent of this corporation at that address is EDWARD A. DEMPSEY, JR.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be changed from time to time, by the By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is:

Yvonne R. Hinton, 2851 Ribault Scenic Drive, Jacksonville, Florida 32208

ARTICLE VIII

These Articles of Incorporation of this corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon Stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the

facts herein stated are true, and hereunto set my hand and seal
this 20th day of June, 1996.

Yvonne R. Hinton
YVONNE R. HINTON, Incorporator

**STATE OF FLORIDA
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me this 20th
day of June, 1996 by YVONNE R. HINTON, who ^{Provided a FL DRIVER LICENSE} ~~is personally known to~~
me and who did take an oath.

Pamela S. Hnyla
NOTARY PUBLIC STATE OF FLORIDA



PAMELA S. HNYLA
MY COMMISSION # CG 230100 EXPIRES
October 27, 1998
BONDED THRU TROY FARM INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED

- - THAT GRAHAM-ROGERS MORTUARY, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF JACKSONVILLE, STATE OF FLORIDA,
HAS NAMED EDWARD A. DEMPSEY, JR., LOCATED AT 1124 SOUTH EDGEWOOD
AVENUE, JACKSONVILLE, FLORIDA 32205 AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

SIGNATURE:

Yvonne R. Hinton

YVONNE R. HINTON
TITLE: DIRECTOR

DATE: JUNE 20, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
PERFORMANCE OF MY DUTIES. I AM FAMILIAR WITH, AND ACCEPT THE
OBLIGATIONS PROVIDED FOR IN SECTION 607.325, FLORIDA STATUTES.

SIGNATURE:

Edward A. Dempsey, Jr.

EDWARD A. DEMPSEY, JR.

DATED: JUNE 20th 1996