



**FILED**  
96 AUG -6 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

**THE PAPPADAKIS CORPORATION**

**BE IT KNOWN** that on this the 5th day of August, 1996, the subscribers hereto, of full age of majority, who declared, in the presence of the undersigned competent witnesses, they do hereby form, organize and constitute themselves, as well as all such other persons who may hereafter join or become associated with them or their successors; into a business corporation under and in accordance with the following Articles of Incorporation:

### ARTICLE I

#### NAME

The name of the Corporation is **THE PAPPADAKIS CORPORATION**. The taxpayer number of the corporation is \_\_\_\_\_.

### ARTICLE II

#### ADDRESS

The address of the principal office and the mailing address of the corporation shall be 2743 Sebastian Court, Jacksonville, Florida 32224.

### ARTICLE III

#### PURPOSE

The Corporation's purpose is to engage in any lawful activity for which corporations may be formed under the Florida Business Corporation Law.

## **ARTICLE IV**

### **STOCK**

The Corporation has authority to issue 500 shares of common stock without par value.

## **ARTICLE V**

### **INCORPORATORS**

The Incorporators' names and post office addresses are:

<b>Name</b>	<b>Address</b>
Patricia Pappadakis Kaelin	2743 Sebastian Court Jacksonville, FL 32224
Christopher A. Kaelin	2743 Sebastian Court Jacksonville, FL 32224

## **ARTICLE VI**

### **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Patricia Pappadakis Kaelin  
2743 Sebastian Court  
Jacksonville, Florida 32224

## **ARTICLE VII**

### **PREEMPTIVE RIGHTS**

Shareholders shall have preemptive rights.

## **ARTICLE VIII**

### **DIRECTORS**

The business affairs of the corporation shall be managed by the Board of Directors. The number of directors shall be such number, not less than two nor more than five, as may be designated in the by-laws and if not designated, as may from time to time be elected by the shareholders, except that when all of the outstanding shares are held of record by fewer than two shareholders, then there need be only as many directors as there are shareholders, but this shall not prevent a greater number of directors as aforesaid. Any director absent from a meeting of the Board of Directors, or any committee thereof, may be represented by any other director who may cast the absent director's vote according to his or her written instructions, general or special.

## **ARTICLE IX**

### **SPECIAL MEETINGS**

Special meetings of shareholders may be called by the president or by a majority of the Board of Directors.

## **ARTICLE X**

### **ISSUANCE OF STOCK**

Without any necessity of action by the shareholders, previously authorized but unissued shares of stock of the corporation may be issued from time to time by the Board of Directors, and any and all shares so issued and paid for, shall be deemed full paid stock and not liable to any further assessment or call, and the holder of such shares shall not be liable for any further payment thereon.

## **ARTICLE XI**

### **CUMULATIVE VOTING**

In the election of directors, each shareholder of record shall have the right to multiply the number of votes to which he or she is entitled by the number of directors to be elected, and to cast all such votes for one candidate, or distribute them among any two or more candidates.

## **ARTICLE XII**

### **SHAREHOLDERS' CONSENTS**

Whenever the affirmative vote of shareholders is required to authorize or constitute corporate action, the consent in writing to such action signed only by shareholders holding that proportion of the total voting power on the question which is required by law or by these Articles of Incorporation, whichever requirement is higher, shall be sufficient for the purpose, without necessity for a meeting of shareholders.

## **ARTICLE XIII**

### **REVERSION**

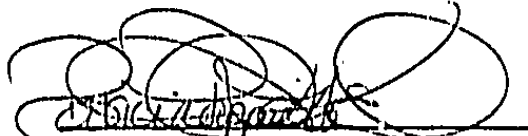
Cash, property or share dividends, shares issuable to shareholders in connection with a reclassification of stock, and the redemption price of redeemed shares, which are not claimed by the shareholders entitled thereto within one year after the dividend or redemption price became payable or the shares became issuable, despite reasonable efforts by the corporation to pay the dividend or redemption price or deliver the certificates for shares to such shareholders within such time, shall, at the expiration of such time, revert in full ownership to the corporation, and the corporation's obligation to pay such dividend or redemption price or issue such shares, as the case may be, shall thereupon cease; provided that the board of directors may, at any time, for any reason satisfactory to it, but need not, authorize (a) payment of the amount of any cash or property dividend or redemption price or (b) issuance of any shares, ownership of which has reverted to the corporation pursuant to this article, to the entity who or which would be entitled thereto had such reversion not occurred.

**THUS DONE AND PASSED** in multiple originals in Jacksonville,  
State of Florida, on the day, month and year hereinabove set  
forth in the presence of the undersigned competent witnesses.

I understand and accept the duties  
and responsibilities as registered  
agent for the above named corporation.

WITNESSES:

Michelle Goss

  
PATRICIA PAPPADAKIS KAELIN  
INCORPORATOR / REGISTERED AGENT

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CHRISTOPHER A. KAELIN

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