

**P96000069299**  
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PLEASE REPLY TO: Port St. Lucie

July 25, 1996

**Via Overnight Delivery**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: Jubak Huey Development Company, Inc.**

000001925520  
-08/19/96--01034--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for Jubak Huey Development Company, Inc. along with a check in the amount of \$122.50 to cover your filing fees, certification fees and status report.

Please file the original of the enclosed Articles and return the certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely yours,

**SIMMONS, SOLOMON, DREYER & MANCINI**

  
Padrick A. Pinkney, Esquire  
For the Firm

PAP/af

Enclosures

FILED  
95 AUG 19 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D-20.96  
KR

**ARTICLES OF INCORPORATION  
OF  
JUBAK HUEY DEVELOPMENT COMPANY, INC.**

FILED  
95 AUG 19 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE**

**NAME**

The name of this Corporation shall be **JUBAK HUEY DEVELOPMENT COMPANY, INC.**

**ARTICLE TWO**

**DURATION**

The term of existence of this Corporation is perpetual.

**ARTICLE THREE**

**PURPOSE**

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporations Act.

#### **ARTICLE FOUR**

##### **CAPITAL STOCK**

The Corporation is authorized to issue Two Hundred Thousand (200,000) shares of common stock, with One Dollar (\$1.00) par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

#### **ARTICLE FIVE**

##### **PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

#### **ARTICLE SIX**

##### **REGISTERED OFFICE**

The principal office and mailing address of the Corporation shall be 1726 Okeechobee Road, Suite C, Fort Pierce, Florida 34950, and the name of the initial registered agent is Julius S. Baker, Sr., 1726 Okeechobee Road, Suite C, Fort Pierce, Florida 34950.

## **ARTICLE SEVEN**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have Three (3) Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment to the Articles of Incorporation in the manner provided in the By-laws.

The name and address of the initial Directors of this Corporation are:

Julius S. Baker, Sr.  
1726 Okeechobee Road, Suite C  
Fort Pierce, Florida 34950.

Dorothy G. Baker  
1726 Okeechobee Road, Suite C  
Fort Pierce, Florida 34950.

Douglas G. Huey  
475 N.W. 30th Terrace  
Fort Lauderdale, Florida

## **ARTICLE EIGHT**

### **INCORPORATORS**

The name and address of the Incorporator signing these  
Articles of Incorporation is:

Julius S. Baker, Sr.  
1726 Okeechobee Road, Suite C  
Fort Pierce, Florida 34950.

## **ARTICLE NINE**

### **INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## **ARTICLE TEN**

### **INDEMNIFICATION**

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

## **ARTICLE ELEVEN**

### **BYLAWS**

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the Board of Directors or by an affirmative vote of a majority of all the Directors present in person or by proxy.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of July, 1996.

Julius S. Baker, Sr.  
Julius S. Baker, Sr.

**CERTIFICATE DESIGNATING PLACES OF BUSINESS  
OR DOMICILE FOR THE SERVICES OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted  
In compliance with said Act:

That **Jubak Huey Development Company, Inc.**, a Corporation for Profit,  
has named Julius S. Baker, Sr., 1726 Okeechobee Road, Suite C, Fort Pierce, Florida  
34950, as its agent to accept service of process within this state. Having been named  
to accept service of process for the above Corporation, at the place designated in this  
Certificate, I hereby accept to act in this capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office.

Julius S. Baker, Sr.  
**Julius S. Baker, Sr.**

**STATE OF FLORIDA**  
**COUNTY OF ST. LUCIE**

**THE FOREGOING INSTRUMENT** was acknowledged before me this 26th day of July, 1996, by Julius S. Baker, Sr., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Instrument.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal this 26th day of July, 1996.



**PADRICK A. PINNEY**  
My Commission CC334400  
Expires Dec. 08, 1997  
Bonded by HAI  
800-422-1886

**NOTARY PUBLIC-State of Florida**

A handwritten signature in cursive script, reading "Padrick A. Pinney", written over a horizontal line.

015/Baker/Articles

## SUBSCRIPTION AGREEMENT

The undersigned person hereby subscribes to Thirty-Four Thousand (34,000) shares of Jubak Huey Development Company, Inc., a corporation to be formed under the laws of the State of Florida, a copy of the Articles of Incorporation and Bylaws of such corporation having been read by me prior to the execution hereof. The undersigned hereby agrees to pay for such stock at the price per share agreed upon by the Board of Directors, in such proportions and at such times as may be determined by the Board of Directors.

It is understood and agreed that preincorporation subscriptions will not be offered to more than five persons prior to incorporation.

Dated: July 26, 1996

Witnesses:

Alice Francis-Tucker  
Print Name: Alice Francis-Tucker

Richard A. Tucker  
Print Name: Richard A. Tucker

Subscriber

Julius S. Baker, Sr.  
Julius S. BAKER, SR.

FILED  
95 AUG 19 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA