

P96000269434

FROM KIRSCHNER MAIN PETRIE GRAHAM & TAYLOR

08/20/1996 10:20

P. 1

\*CERTIFICATE(S) REQUESTED: NO  
\*ESTIMATED CHARGES: \$122.50

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(((H96000011575))) ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: KIRSCHNER, MAIN, PETRIE, GRAHAM & TAYLOR  
DEPARTMENT OF STATE 1 INDPNDT. DR., STE.2000  
STATE OF FLORIDA PO BOX 1559  
409 EAST GAINES STREET JACKSONVILLE FL 32201-  
TALLAHASSEE, FL 32399 CONTACT: BETTY WILSON  
FAX: (904) 922-4000 PHONE: (904) 354-4141  
FAX: (904) 358-2199  
(((H96000011575))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: DIGI INVESTMENTS, INC.  
FAX AUDIT NUMBER: H96000011575 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/20/1996 TIME REQUESTED: 10:15:47  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
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WATSON



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

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**96 AUG 21 AM 9 56**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**August 20, 1996**

**KIRSCHNER MAIN PETRIE GRAHAM**

**JACKSONVILLE, FL**

**SUBJECT: DIGI INVESTMENTS, INC.**  
**REF: W96000017493**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6934.

**Loria Poole**  
**Corporate Specialist**

**FAX Aud. #: H96000011575**  
**Letter Number: 996A00039629**

FAX AUDIT NUMBER: H98000011878  
T. Malcolm Graham, Esq.  
Fla. Bar No.: 0229441  
One Independent Drive, Suite 8000  
Jacksonville, Florida 32202  
(904) 384-6161

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**DIGI INVESTMENTS, INC.**

The undersigned does hereby certify his intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

**ARTICLE I - NAME**

The name of the Corporation is DIGI Investments, Inc., and the principal business address of the Corporation is 7800 Belfort Parkway, Jacksonville, Florida 32256.

**ARTICLE II - COMMENCEMENT AND DURATION**

Pursuant to Section 607.0203, Florida Statutes, the existence of the Corporation shall commence upon the date of execution of the Articles of Incorporation, and shall be filed with the Department of State within five business days from said date. The Corporation is to exist perpetually.

**ARTICLE III - PURPOSE**

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV - AUTHORIZED SHARES**

A. Number. The aggregate number of shares that the corporation shall have the authority to issue is Ten Thousand (10,000) shares of Common Stock with a par value of \$.01 per share.

FAX AUDIT NUMBER: H98000011878

FAX AUDIT NUMBER: H96000011578  
T. Malcolm Graham, Esq.  
Fla. Bar No.: 0229441  
One Independent Drive, Suite 2000  
Jacksonville, Florida 32202  
(904) 384-4141

B. Initial Issue. One Thousand (1,000) shares of the Common Stock of the Corporation shall be issued for cash at a par value of \$.01 per share.

C. Stated Capital. The sum of the par value of all shares of Common Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

D. Dividends. The holder of the outstanding Common Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Common Stock of the Corporation.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Corporation's initial registered office is One Independent Drive, Suite 2000, Jacksonville, Florida, 32202, and the name of its initial registered agent at such address is T. Malcolm Graham, Kirschner, Main, Graham, Tanner & Demont, Professional Association.

#### ARTICLE VI - INCORPORATOR

The name and address of the initial Incorporator is as follows:

<u>Name</u>	<u>Address</u>
T. Malcolm Graham	Kirschner, Main, Graham, Tanner & Demont One Independent Drive, Suite 2000 Jacksonville, Florida 32202

#### ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. Directors need not be residents of the State of Florida.

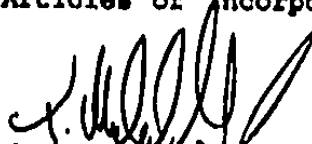
#### ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any present or former Officer or Director, or person exercising powers and duties of a Director, to the full extent now or hereinafter permitted by law.

FAX AUDIT NUMBER: H96000011578

FAX AUDIT NUMBER: M96000011678  
T. Malcolm Graham, Esq.  
P.O. Box No. 0289461  
One Independent Drive, Suite 2000  
Jacksonville, Florida 32202  
(904) 364-6161

IN WITNESS WHEREOF, the undersigned incorporator has  
subscribed to and executed these Articles of Incorporation this  
20th day of August, 1996.

  
T. Malcolm Graham  
Incorporator

FAX AUDIT NUMBER: M96000011678

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...0HJ...


FAX AUDIT NUMBER: H96000011678  
T. Malcolm Graham, Reg.  
Via. Bar No.: 0228441  
One Independent Drive, Suite 2000  
Jacksonville, Florida 32202  
(904) 386-6161

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In compliance with Section 48.091, Florida Statutes and pursuant to the provisions of Section 607.0501, Florida Statutes (1993), the following statement is submitted:

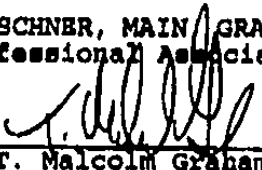
That DIGI Investments, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Kirschner, Main, Graham, Tanner & Demont, Professional Association as its agent to accept service of process within Florida.

  
T. Malcolm Graham  
Incorporator

Date: August 20, 1996

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, Kirschner, Main, Petrie, Graham, Tanner & Demont, Professional Association hereby accepts the appointment as registered agent and agrees to act in this capacity. Kirschner, Main, Petrie, Graham, Tanner & Demont, Professional Association further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as Registered Agent.

KIRSCHNER, MAIN GRAHAM, TANNER & DEMONT,  
Professional Association

By:   
T. Malcolm Graham  
Registered Agent

Date: August 20, 1996

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