

P96000070477

LAW OFFICES  
BAKER, DONELSON, BEARMAN & CALDWELL

A PROFESSIONAL CORPORATION  
FIRST TENNESSEE BUILDING  
165 MADISON AVENUE  
SUITE 2000

MEMPHIS, TENNESSEE 38103

(901) 526-2000

FACSIMILE  
(901) 577-2303

TENNESSEE

MEMPHIS  
NASHVILLE  
CHATTANOOGA  
KNOXVILLE  
JOHNSON CITY  
HUNTSVILLE

MISSISSIPPI

JACKSON

WASHINGTON, D.C.

TERESA B. WITTJEN  
DIRECT DIAL: 901/577-2103

August 20, 1996

Florida Secretary of State  
Corporation Division  
409 East Gaines Street  
Tallahassee FL 32399

900001929719  
-08/22/96---01060--019  
\*\*\*\*122.50 \*\*\*\*122.50

RE: MEMTIDE PARTNERS, INC.

Dear Sir or Madam:

Please accept for filing the enclosed Articles of Incorporation, in duplicate, and check in the amount of \$122.50 representing payment in full of the required filing fees.

Please file the document immediately upon your receipt and forward a certified copy of the Articles of Incorporation to the undersigned at the address on the above letterhead.

Sincerely,

  
Theresa B. Wittjen

Enclosure

cc: Boyd L. Rhodes, Jr., Esq.

FILED  
26 AUG 22 PM 2:29  
TALLAHASSEE, FLORIDA

18N AUG 23 1996

ARTICLES OF INCORPORATION  
OF  
MENTIDE PARTNERS, INC.

FILED  
20 AUG 22 PM 2:28  
TALLAHASSEE, FLORIDA

FIRST: The corporate name that satisfies the requirements of Section 607.0401 of the Florida Business Corporation Act is Mentide Partners, Inc.

SECOND: The street address of the initial principal office of the corporation is 506 Hwy. 98 East, Destin, Florida 32541 and the mailing address of the corporation is 506 Hwy. 98 East, Destin, Florida 32541.

THIRD: The number of shares the corporation is authorized to issue is one thousand (1,000) shares, all of which are without par value and are of the same class and are common shares.


FOURTH: The street address of the initial registered office of the corporation is 506 Hwy. 98 East, Destin, Okaloosa County, Florida 32541 and the name of the initial registered agent at such address is William A. Abbott.

FIFTH: The name and address of the incorporator is Theresa B. Wittjen, Baker, Donelson, Bearman & Caldwell, 2000 First Tennessee Building, Memphis, Tennessee 38103.

SIXTH: There will be no preemptive rights granted to the shareholders.

SEVENTH: The corporation shall to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of any shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The undersigned has executed these Articles of Incorporation this the 20th day of August, 1996.

  
Theresa B. Wittjen, Sole Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



William W. Abbott

FILED

26 AUG 22 PM 2:28

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA