

196000071976  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 8327  
Tallahassee, FL 32314

900001933349  
-08/27/96--01131--010  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Active Solutions, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FILED  
AUG 26 AM 11:13  
TALLAHASSEE, FLORIDA

FROM:

Glenn W. Connelly

Name (printed or typed)

1037 Lee Road

Address

Jacksonville, FL 32225

City, State & Zip

904-296-2998

Daytime Telephone number

8-28-96  
XB

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
ACTIVE SOLUTIONS, INC.**

The undersigned subscriber 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. NAME**

The name of the corporation Shall be:

**Active Solutions, Inc.**

The principal place of business of this corporation shall be 1037 Lee Road, Jacksonville, Fl 32225.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 1037 Lee Road, Jacksonville, Fl 32225 and the name of the initial registered agent of the corporation at that address is Glenn W. Connelly.

**ARTICLE V. BOARD OF DIRECTORS**

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have two Directors initially. The number of Directors may be increased or decreased from time to time, by the By Laws.

The name and address of the persons who are to serve as Director until their successor or

successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Glenn W. Connelly	1037 Lee Road, Jacksonville, Fl 32225
Robert F. Fernekes	4301 Confederate Point Rd. Apt 192, Jacksonville, Fl 32210

#### **ARTICLE VI. BY-LAWS**

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE VII. TERM OR EXISTENCE**

The corporation is to exist perpetually.

#### **ARTICLE VIII. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof at the price at which it is offered to others.

#### **ARTICLE IX. SPECIAL PROVISION**

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an "S" Corporation.

#### **ARTICLE X. OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>NAME</u>	<u>ADDRESS</u>
Glenn W. Connelly (President)	1037 Lee Road, Jacksonville, Fl 32225
Robert F. Fernekes (Vice President/Secretary)	4301 Confederate Point Rd. Apt 192, Jacksonville, Fl 32210

**ARTICLE XI. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:  
Glenn W. Connelly; 1037 Lee Road, Jacksonville, FL 32225.

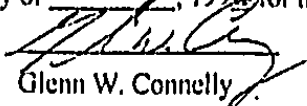
**ARTICLE XII. AMENDMENTS**

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment at two regularly scheduled meetings.

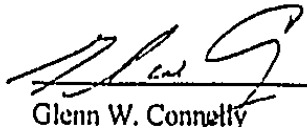
**ARTICLE XIV. DISSOLUTION**

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, has hereunto set  
my hand and seal this 21 day of Aug, 1996 for the purpose of forming this corporation.

  
Glenn W. Connelly

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Glenn W. Connelly

**STATE OF FLORIDA**  
**COUNTY OF Duval**

BEFORE ME, a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared Glenn W. Connelly to me well known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 21<sup>st</sup>  
day of August, 1996.

My commission expires: \_\_\_\_\_