

P96000072593
Crabtree, Bartlett & Heekin
ATTORNEYS AND COUNSELORS AT LAW
(A FORMAL PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS)

DARON L. BARTLETT, P.A.
R. R. CRABTREE, P.A.
T. GEOFFREY HEKIN, P.A.
SCOTT W. FILLAR
ANN KRUEGER SMITH
CHERYL LYNN VIRT
ALAN S. WACHS

A. M. CRABTREE, JR.
(1924-1998)

REPLY TO:

August 28, 1996

8375 DIX ELMS TRAIL, SUITE 401
JACKSONVILLE, FLORIDA 32256
(904) 464-0088
TELECOPIER (904) 464-0884
TOLL FREE (888) 272-2873

50 NORTH A1A, SUITE 103
PONTE VEDRA BEACH, FLORIDA 32082
(904) 285-7200
TELECOPIER (904) 285-1040

1000001537321
-09/03/96--01003--004
****122.50 ****122.50

VIA - UNITED PARCEL SERVICE

Attorney's Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301

Attention: Ms. Barbara Keys

Dear Ms. Keys:

Enclosed please find an original and one copy of the Articles of Incorporation of F & C Ventures, Inc. and a check payable to the Secretary of State in the amount of \$122.50 representing our filing fee.

I am also enclosing our firm's check in the amount of \$10.00 to cover the cost of Attorneys' Title Insurance Fund, Inc. filing the Articles of Incorporation specifically on the date of receipt (August 23, 1996).

Please call me at (904) 464-0665 if any additional information is required.

Very truly yours,

Valerie Nunnery

Valerie Nunnery
Assistant to Scott Faller

/vn
Enclosures:

Need Today

P:\DOCS\LAG\GENERAL\F&CVENTU\ATTORNEY.LTR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 30 PM 4:19 PM

RECEIVED
96 AUG 30 PM 5:20
DIVISION OF CORPORATIONS

D. BROWN AUG 30 1996

ARTICLES OF INCORPORATION
OF
F & C VENTURES, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 PM 4:19

ARTICLE I - NAME

The name of this Corporation is F & C Ventures, Inc., and the principal business address of the Corporation is 8375 Dix Ellis Trail, Suite 401, Jacksonville, FL 32256.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of these Articles of Incorporation. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 1,000 shares of Common Stock, all of which shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8375 Dix Ellis Trail, Suite 401, Jacksonville, Florida, 32256, and the name of its initial registered agent at

such address is Scott W. Fallar.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the names and addresses of the people who are to serve as the members thereof are:

<u>Name</u>	<u>Address</u>
R. R. Crabtree	8375 Dix Ellis Trail, Suite 401 Jacksonville, Florida, 32256
Scott W. Fallar	8375 Dix Ellis Trail, Suite 401 Jacksonville, Florida, 32256

ARTICLE VII - OFFICERS

The officers of this corporation shall be as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Scott W. Fallar	President/Secretary	8375 Dix Ellis Trail Suite 401 Jacksonville, FL 32256
R. R. Crabtree	Vice President	8375 Dix Ellis Trail Suite 401 Jacksonville, FL 32256

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Scott W. Fallar	8375 Dix Ellis Trail Suite 401 Jacksonville, FL 32256

IN WITNESS WHEREOF, the undersigned incorporator has executed

these Articles of Incorporation this 28th day of August, 1976.

Scott W. Fallar
Scott W. Fallar

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

SECRET FILED
DIVISION OF CORPORATIONS
95 AUG 30 PM 4:19

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that F & C Venture, 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 Scott W. Fallar, 8375 Dix Ellis Trail, Suite 401, Jacksonville, Florida, 32256, as its agent to accept service of process within Florida.

Scott W. Fallar
Scott W. Fallar, Incorporator

Date: August 28, 1996

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, Scott W. Fallar hereby agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Scott W. Fallar
Name: Scott W. Fallar
Address: 8375 Dix Ellis Trail
Suite 401
Jacksonville, FL 32256

Date: August 28, 1996