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1201 HAYS STREET

TALLAHASSEE, FL 32310

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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032
REFERENCE : 071010 81292A

RECEIVED

96 AUG 30 AM 11:38

DIVISION OF CORPORATION

AUTHORIZATION :

COST LIMIT : \$ 122.50 (PREPAID)

ORDER DATE : August 30, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 071010

CUSTOMER NO: 81292A

CUSTOMER: Wayne A. Wolf, Esq
WOLF & SHORT

Century City Executive Complex
3733 University Blvd., Ste 203
Jacksonville, FL 32217

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DOMESTIC FILING

NAME: BLACK-EYED SUSAN'S, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 AM 10:45

9/3/96

ARTICLES OF INCORPORATION

OF

BLACK-EYED SUSAN'S, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 AM 10:45

The undersigned, for the purpose of forming a corporation under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME AND ADDRESS

The name of this Corporation is BLACK-EYED SUSAN'S, INC. Its principal place of business is 4048 Julington Creek Road, Jacksonville, Florida 32223.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Secretary of State.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under The Florida General Corporation Act, Chapter 607, Florida Statutes, 1995.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to issue or to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - NO PREEMPTIVE RIGHTS

No shareholder shall have any preemptive right with respect to any shares issued by this corporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3733 University Blvd., W., Suite 203, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at this address is WAYNE A. WOLF.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors of this corporation are:

SUSAN W. STEVENS

4048 Jullington Creek Road
Jacksonville, FL 32223

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator of this corporation is:

WAYNE A. WOLF

3733 University Blvd., W.
Suite 203
Jacksonville, FL 32217

ARTICLE X - BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors. By-laws may be adopted, altered, amended or repealed from time to time by either the shareholders or the directors.

ARTICLE XI - ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes, objects and powers hereinabove stated, the corporation shall have all and singular the following additional powers:

This corporation shall have the power to enter into, or become a partner in, any arrangement for the sharing of profits, union of interests, or cooperation, joint venture or otherwise with any person, firm or corporation, joint venture or otherwise with any person, firm or corporation to carry on any business or to make any investment which this corporation has the direct or incidental authority to engage in.

This corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any shareholder as should desire to sell, transfer, hypothecate or otherwise dispose of his shares, in accordance with the By-laws adopted by the shareholders of this corporation, or by any contract with the shareholders, setting forth the terms and conditions of such purchase, provided, however, that any such purchase shall not violate Chapter 607, Florida Statutes.

ARTICLE XII - INDEMNIFICATION

The corporation shall have the power to indemnify its shareholders, directors, officers, employees and agents to the full extent permitted by law if such person is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding by reason of the fact such person is or was a shareholder, director, officer, employee or agent of this corporation, against expenses (including attorney's fees), judgement, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection therewith, including any appeal thereof. This provision is not intended to limit the statutory power of this corporation in any way.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 15th day of April, 1996.



WAYNE A. WOLF
Incorporator

STATE OF FLORIDA)

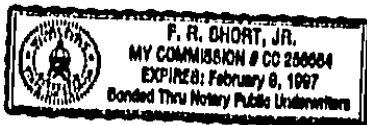
COUNTY OF DUVAL)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 30 AM 10:45

Personally appeared before me, the undersigned attesting officer, WAYNE A. WOLF, who is personally known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Dated this 15th day of April, 1996.



F. R. Short, Jr.
NOTARY PUBLIC

State of Florida at Large

My commission expires:

ACCEPTANCE

I certify that I am a permanent resident of Duval County, Florida, whose post office address is at the place indicated above. I hereby accept the foregoing designation as Resident Agent.

Executed this 15 day of April, 1996.

Wayne A. Wolf
WAYNE A. WOLF