

P96000074192

August 28, 1996

EFFECTIVE DATE
10-28-96

800001938898
-03/04/96--01159--011
****122.50 ****122.50

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
96 SEP -3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir:

Please file the attached Articles
of Incorporation for First Coast
Mangrove Company, Inc.

Please return a certified
copy to: Kandy Hockle
9221 Touzet Av
St Augustine, FL
32084

NC SEP 6 1996

EFFECTIVE DATE
10-28-96

FILED
96 SEP -3 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FIRST COAST MANAGEMENT COMPANY, INC.

The undersigned, for the purposes of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I

Name and Principal Office

Section 1.1. Name. The name of the corporation is FIRST COAST MANAGEMENT COMPANY, INC.

Section 1.2. Principal Office and Mailing Address. The principal office and mailing address of the corporation is located at 9221 Touzet Avenue, St. Augustine, FL 32084.

Article II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Purposes

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

Article IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have

outstanding at any one time is 200 shares of common stock having a par value of \$ 1.00 per share.

Section 4.2. Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article V

Initial Registered Office and Agent

Section 5.1. Name and Address. The street address of the initial registered office of this corporation is 9221 Touzet Ave nue, St. Augustine, FL 32084, and the name of the initial registered agent of this corporation at that address is _____.

Article VI

Directors

Section 6.1. Number. This corporation shall have three (3) director/directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2. Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Kathryn B. Hockle	9221 Touzet Avenue, St. Augustine, FL
Bernard M. Hockle	9221 Touzet Avenue, St. Augustine, FL
Irenne C. Dezsi	Rt. 4, Box 472-9, Hawthorne, FL 32640

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

Bylaws

Section 7.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is:

Kathryn B. Hockle
9221 Touzet Avenue
St. Augustine, FL 32084

Article IX

Amendment

Section 9.1. 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 incorporator has executed these Articles the 28 day of October, 1996

Kathryn B. Hockle
Incorporator

FILED
96 SEP -3 PM 3:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF Florida)
COUNTY OF Duval) ss

The foregoing instrument was acknowledged before me
day of August, 1996, by Kathryn B. Hockle.
He/she is personally known to me or has produced _____
as identification and who did (did not)
take an oath.

Donna Passmore
(Print Name Donna Passmore)
NOTARY PUBLIC, State of Florida
at Large.
Commission No. _____
My Commission Expires _____
DONNA PASSMORE
COMMISSION # CC 493194
EXPIRES SEP 24, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. §§ 48.091, 607.0501, the
following is submitted:

First Coast Management Company, Inc.

desiring to organize or qualify under the laws of the State of
Florida hereby designates Kathryn B. Hockle as
its registered agent to accept service of process within the State
of Florida and the address of its registered office shall be _____
9221 Touzet Avenue, St. Augustine, FL 32084.

Kathryn B. Hockle
_____, Incorporator

Dated: October 28, 19 96

Having been named registered agent to accept service of
process for the above stated corporation, at the place designated
in this certificate, I hereby state that I am familiar with, and
accept, the obligations of that position, and I hereby agree to act
in this capacity, and I further agree to comply with the provisions
of all statutes relative to the proper and complete performance of
my duties.

Kathryn B. Hockle
_____, Registered
Agent

Dated: October 28, 19 96