

P96000082141

SEPTEMBER 24, 1996

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

FILED
96 OCT -2 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: VESTACORP, INC.

Enclosed please find an Original and one (1) copy of the
articles of incorporation for the above corporation and check
in the amount of \$70.00.



EDWARD WINTERS, III.

FROM: EDWARD WINTERS, III.
5124 ROSEBAY TERRACE
JACKSONVILLE, FLORIDA 32207
TELEPHONE NUMBER: (904) 731-3087.

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-10/02/96--01045--002
*****70.00 *****70.00

RECEIVED OCT 4 1996

ARTICLES OF INCORPORATION
OF
VESTACORP, 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.

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ARTICLE I NAME

The name of the corporation shall be VESTACORP, INC., with the Principle office at: 4824 SPRING GLENN ROAD, JACKSONVILLE, FL. 32207.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation. The principle business is: Invest in and resell Real Property.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

^{Glenn} The street address of the initial registered agent of the corporation shall be 4824 Spring Park Road, Jacksonville, Fl. 32207 and the name of the Registered Agent is: ED WINTERS, jr.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATIONS OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and

expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him be reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or any directors or officers of any other corporation, and any directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial board of Directors shall consist of:

EDWARD WINTERS III
5124 ROSEBAY TERRACE
JACKSONVILLE, FL. 32207
TELEPHONE (904) 731 3087

ARTICLE IX INCORPORATION

The name and address of the incorporators are:

EDWARD WINTERS
5124 ROSEBAY TERRACE
JACKSONVILLE, FLORIDA 32207
TELEPHONE (904) 731 3087

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HIS
HAND AND SEAL ON THIS 24TH DAY OF SEPTEMBER, 1996.

INCORPORATOR:


EDWARD WINTERS III

DESIGNATION OF AND ACCEPTANCE

BY REGISTERED AGENT

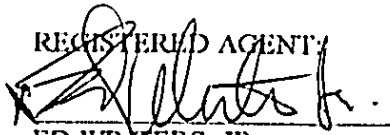
The following is submitted in compliance with the Laws of the State of Florida,
VESTACORP, INC., a corporation organizing under the laws of the State of Florida, with

it's principle office located at 4824 Spring Glenn Road, Jacksonville, Florida 32207, has named ED WINTERS, JR. Whose address is 4824 Spring Glen Road, Jacksonville, Florida 32207 as it's agent to accept service of process within the State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process to keep the office open during prescribed hours, to post my name and other officers of said corporation authorized to accept service of process at the above designated address, in some conspicuous place in the office as required by law.

REGISTERED AGENT:


ED WINTERS, JR.

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