

P96000087123

ULMER, MURCHISON, ASHBY & TAYLOR

200 WEST FORSYTH STREET, SUITE 1600

POST OFFICE BOX 479

JACKSONVILLE, FLORIDA 32201

(904) 354-9000

October 18, 1996

JOHN B. DUBS, IV  
REED W. GRIMM  
WILLIAM J. GULLIFORD, III  
CLARENCE H. HOUSTON, JR.  
WILLIAM L. JOEL  
EDWARD L. KELLY  
THERESA MARIE KENNEY  
EDWARD W. LANE, III  
JOHN W. MOORE  
DOUGLAS H. MORFORD  
WILLIAM E. SCHEU  
CARL M. STEWART  
LORI E. TERENS  
B. THOMAS WHITEFIELD

HERMAN ULMER (1895-1990)  
CHARLES H. MURCHISON (1899-1997)  
CLARENCE G. ASHBY (1900-1998)

W. SPERRY LEE  
HERMAN ULMER, JR.  
JAMES B. TAYLOR  
OF COUNSEL

FAX (904) 354-9100

900001982739--4  
-10/22/96--01068--017  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32399-0001

Re: And Everything Nice Trading Company, Inc.

Gentlemen:

Will you please file the attached Articles of Incorporation for the above referenced corporation. Our firm check for \$122.50 is enclosed. Please forward the certified copy to the undersigned.

Very truly yours,

*Carl M. Stewart*

Carl M. Stewart

CMS:mgr  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 21 PM 2:58

D. BROWN OCT 22 1996

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF

AND EVERYTHING NICE TRADING COMPANY, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

Article I - Name

The name of this corporation is AND EVERYTHING NICE TRADING COMPANY, INC.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Shares

The aggregate number of shares which the corporation shall have authority to issue shall be 1,000 of a par value of 10 cents per share.

Article V - Registered Office and Registered Agent

The street address of the initial registered office and principal office of this corporation is 1600 SunTrust Bank Building, 200 W. Forsyth Street, Jacksonville, FL 32202 and the name of the initial registered agent of this corporation at that address is Carl M. Stewart.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 21 PM 2:58

#### Article VI - Initial Board of Directors

The corporation shall have four directors initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided by the Bylaws. The name and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Cheryl Chesser	3637 - 115 Phillips Highway Jacksonville, FL 32207
Harold S. O'Steen, Jr.	9250 Baymeadows Road Suite 200 Jacksonville, FL 32256
Steven Rosenbloom	Post Office Box 44033 Jacksonville, FL 32231-4033
Carl M. Stewart	Post Office Box 479 Jacksonville, FL 32201

#### Article VII - Incorporators

The name and address of the person signing these articles is Carl M. Stewart, Post Office Box 479, Jacksonville, FL 32201.

#### Article VIII - Indemnification

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent permitted by law.

#### Article IX - Amendment

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

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DIVISION OF CORPORATIONS  
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Article X - Preemptive Rights

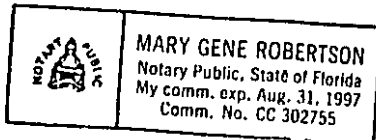
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of October, 1996.

Carl M. Stewart  
Carl M. Stewart  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 18th day of October, 1996 by Carl M. Stewart, who is personally known to me.



Mary Gene Robertson  
Notary Public  
State of Florida

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

Carl M. Stewart  
Carl M. Stewart  
Registered Agent

P96000087123

ULMER, MURCHISON, ASHBY & TAYLOR  
ATTORNEYS AT LAW  
200 WEST FORBETH STREET, SUITE 1600  
POST OFFICE BOX 479  
JACKSONVILLE, FLORIDA 32201

Office Use Only

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96 DEC 23 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 700002086857--0  
-12/24/96--01079--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RA Chg.

VS JAN - 7 1997

Florida Department of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT  
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of \_\_\_\_\_ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: AND EVERYTHING NICE TRADING COMPANY, INC.

1b. The mailing address of the corporation is: Suite 1500, 1301 Riverplace Blvd.  
Jacksonville, FL 32207

1c. Date of incorporation: October 21, 1996 Document number: P96000087123

2. The name and address of the current registered agent and office:

Carl M. Stewart  
Suite 1600  
200 W. Forsyth Street  
Jacksonville, FL 32202

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Carl M. Stewart  
Suite 1500  
1301 Riverplace Blvd.  
Jacksonville, FL 32207

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Carl M. Stewart  
(Signature of an officer, chairman or  
vice chairman of the board)

12/19/96  
(Date)

CARL M. STEWART  
(Printed or typed name and title)

*Sec'y*  
Having been named as registered agent and to accept service of process for the above state d corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Carl M. Stewart  
(Signature of Registered Agent)

12/19/96  
(Date)