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TALLAHASSEE, FL 32301-2607  
904-222-9171  
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P96000087835

PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 131093-80746A

AUTHORIZATION : Patricia Leggett

COST LIMIT : \$ ~~122.50~~ 122.50

ORDER DATE : October 24, 1996

ORDER TIME : 9:35 AM

ORDER NO. : 131093-005

CUSTOMER NO: 80746A

900001984913--0

CUSTOMER: Keith Sands, Esq  
FRANSON ALDRIDGE & SANDS, P.A.

Suite 200  
1551 Atlantic Boulevard  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: FROST SALES AND SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
96 OCT 24 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM  
96 OCT 24 11:04:45  
DIVISION OF CORPORATION

KR  
10.24.96

ARTICLES OF INCORPORATION  
OF  
FROST SALES AND SERVICES, INC.

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FILED  
25 OCT 24 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
Name

The name of this corporation is **FROST SALES AND SERVICES, INC.**

ARTICLE II  
Nature of Business

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
Capital Stock

The authorized capital of this corporation shall be one thousand (1,000) shares of common stock at a par value of one dollar (\$1.00 per share).

ARTICLE IV  
Term of Existence

This corporation shall exist perpetually.

ARTICLE V  
Address

The initial street address of the principal office of this corporation is:

2063 Blair Street  
Jacksonville, Florida 32206

The Board of Directors may from time-to-time move the principal office to any other address in Florida.

ARTICLE VI  
Directors

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time, by Bylaws adopted by the shareholders.

ARTICLE VII  
Initial Directors

The names and street addresses of the members of the first Board of Directors are:

Jimmy L. Frost, Sr.    2063 Blair Street, Jacksonville, FL 32206  
Lydia Hope Frost    2063 Blair Street, Jacksonville, FL 32206

ARTICLE VIII  
Incorporator

The name and address of the person signing these Articles of Incorporation is:

JIMMY L. FROST, SR.  
2063 Blair Street  
Jacksonville, Florida 32206

ARTICLE IX  
Section 1244 Stock

The Board of Directors is authorized to issued "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE X  
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is:

2063 Blair Street  
Jacksonville, FL 32206

The name of the registered agent of this corporation located at the address above is:

JIMMY L. FROST, SR.

ARTICLE XI  
Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a shareholder herein are granted subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote

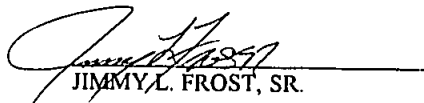
thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII  
Effective Date

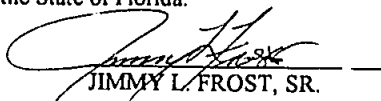
The existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida.

ARTICLE XIII  
Acceptance of Appointment as Registered Agent

Pursuant to Section 607.034, 607.037, and 607.325, Florida Statutes, the undersigned certifies that he is familiar with and accepts the obligations of the aforementioned statutes as the initial registered agent of this corporation.

  
JIMMY L. FROST, SR.

The undersigned submits these Articles of Incorporation for the purpose of filing same with the Office of the Secretary of State of the State of Florida.

  
JIMMY L. FROST, SR.

(SEAL)

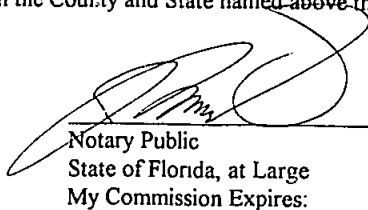
STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JIMMY L. FROST, SR., to me known to be the person described herein as the incorporator and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 23<sup>rd</sup> day of October, 1976.



James Keith Marshall Sands  
Notary Public, State of Florida  
My Comm. expires Feb. 23, 2000  
Comm. No. CC 177955

  
Notary Public  
State of Florida, at Large  
My Commission Expires:

FILED  
96 OCT 24 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA