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JOHN B. HALL  
EVAL DANEREN  
ROBERT A. DAWKINS  
MICHAEL W. FISHER  
BEVERLY H. FURTECK  
JENNIFER H. JUNKER  
JOHN E. LAWLOH, III  
MICHAEL R. LEAS  
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CLAY D. TOUGLEY, JR.

1 INDEPENDENT DRIVE, SUITE 2000  
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 386-2000 - FAX (904) 386-0833

PLEASE REPLY TO  
JACKSONVILLE OFFICE

SUITE 180 A  
4 BAWORASS VILLAGE  
PONTE VEDRA BEACH, FLORIDA 32082  
(904) 885-2801

October 24, 1996

Division of Corporations  
Corporate Records Bureau  
Department of State  
P. O. Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32399

EFFECTIVE DATE  
10-24-96

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-10/28/96--01076--016  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation of Dynes Family, Inc.

Dear Sir/Madam:

Enclosed are the following items:

1. The original and one copy of the Articles of Incorporation of Dynes Family, Inc.
2. The original and one copy of Registered Agent's Certificate.
3. A check made payable to the Department of State in the amount of \$122.50 in payment of the filing fee required for the Articles and the fee required for providing a certified copy thereof.

Please file the Articles of Incorporation and certify the enclosed copy of the Articles and return them to me. Thank you for your assistance.

Sincerely,

Deborah F. Sherrill

Deborah F. Sherrill, CEA  
Certified Legal Assistant

Enclosures

cc: Mr. Robert A. Dynes (w/encl.)

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FILED  
95 OCT 28 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

10-29-96  
KR

ARTICLES OF INCORPORATION

OF

DYNES FAMILY, INC.

EFFECTIVE DATE

10-24-96

FILED  
95 OCT 28 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is Dynes Family, Inc.

ARTICLE II: PRINCIPAL OFFICE OR MAILING ADDRESS

The principal office of the corporation is 4 Lake Julia Drive, South, Ponte Vedra Beach, Florida 32082. The mailing address of the corporation is 4 Lake Julia Drive, South, Ponte Vedra Beach, Florida 32082.

ARTICLE III: CAPITAL STOCK

(a) Authorized Shares. The total number of shares that may be issued by the corporation is one hundred thousand one hundred (100,100), all of which shall be of the par value of \$.10 per share, and shall be designated common stock. One hundred (100) shares shall be designated as Class A Voting Common shares, and one hundred thousand (100,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held by him, and the exclusive voting power with respect to the corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Nonvoting Common Shares. Except as otherwise expressly provided by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the exclusive voting power with respect to the corporation shall be vested in the holders of voting common shares.

(b) Capital Stock. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to

time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) 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.

#### ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1 Independent Drive, Suite 2600, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Clay B. Tousey, Jr.

#### ARTICLE V: INCORPORATOR

The name and street address of the incorporator of this corporation are:

Clay B. Tousey, Jr.  
1 Independent Drive, Suite 2600  
Jacksonville, Florida 32202

#### ARTICLE VI: DIRECTORS

(a) Number. The corporation shall have five (5) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders.

(b) Initial Board of Directors. The names and addresses of the initial board of directors until the first annual meeting of the shareholders, are as follows:

Robert A. Dynes

4 Lake Julia Drive, South  
Ponte Vedra Beach, FL 32082

Gervaise B. Dynes

4 Lake Julia Drive, South  
Ponte Vedra Beach, FL 32082

Peter G. Dynos

Pahaska Teepee Lodge  
183 Yellowstone Highway  
Cody, WY 80214

Robert S. Dynos

500 W.A. Baker Street  
Longmont, CO 80501

Gervaise D. Wolak

381 Cimarron Drive East  
Aurora, IL 60504

(c) 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.

(d) 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

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: 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 the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these Articles of Incorporation this 24th day of October, 1996.

  
\_\_\_\_\_  
Clay B. Tousey, Jr.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That Dynes Family, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificate of Incorporation, at City of Ponte Vedra Beach, County of St. Johns, State of Florida, has named Clay B. Tousey, Jr., located at 1 Independent Drive, Suite 2600, City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE DESIGNATED AGENT)**

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 provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Clay B. Tousey, Jr.  
(Resident Agent)

FILED  
96 OCT 28 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA