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November 6, 1996

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: B. Langston's Antiques, Inc.  
Our File No. 1812

000002000580--7  
-11/08/96--01072--006  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Ladies and Gentlemen:

Enclosed are an original and one executed copy of Articles of Incorporation of E. Langston's Antiques, Inc., including the Certificate Designating Registered Agent and Registered Office attached thereto, and this firm's check in the amount of \$122.50 made payable to "Secretary of State."

We would appreciate your filing the original copy of the Articles of Incorporation in accordance with your usual procedure, and your returning to this office a certified copy of the Articles of Incorporation.

Please contact the undersigned if you have any questions concerning the enclosed items.  
Thank you very much for your assistance.

Sincerely yours,

*Michael A. Candeto*

Michael A. Candeto

MAC:ns  
Enclosures

cc: Ms. Barbara A. Langston  
(with copy of Articles)

NOV 13 1996

BSB

FILED  
NOV -8 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
96 NOV -8 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
B. LANGSTON'S ANTIQUES, INC.

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

ARTICLE I

Name

The name of this corporation is B. Langston's Antiques, Inc.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing upon the filing of these Articles.

ARTICLE III

Nature of Business

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

ARTICLE IV

Capital Stock

This corporation is authorized to issue 100,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares." Common Shares shall be issued pursuant to the direction of the Board of Directors, who shall designate such shares as either "voting" (in which case, such shares shall have the full range of voting rights under applicable law) or "nonvoting" (in which case, such shares shall have no voting rights, for any purpose) at the time of issuance. "Voting" and "nonvoting" Common Shares shall be identical in all respects except for the foregoing difference in voting rights. The legend "voting" or "nonvoting," as applicable, shall be prominently affixed to the face of all stock certificates issued to holders of Common Shares.

## ARTICLE V

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Michael A. Candeto.

## ARTICLE VI

### Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by amendment of the Bylaws, but shall never be fewer than one (1).

## ARTICLE VII

### Initial Director

The name and street address of the initial director of the corporation are:

Barbara A. Langston  
1597 Rain Bird Court  
Jacksonville, Florida 32225

## ARTICLE VIII

### Incorporator

The name and street address of the person signing these Articles are:

Michael A. Candeto  
200 West Forsyth Street, Suite 1100  
Jacksonville, Florida 32202

## ARTICLE IX

### Bylaws

The initial Bylaws of this corporation shall be adopted by the directors. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders;

provided, however, that the Board of Directors may not alter or repeal a Bylaw or amendment thereto adopted by the shareholders.

#### ARTICLE X

##### 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 XI

##### Director Compensation

The Board of Directors is hereby specifically authorized to make provisions 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.

#### ARTICLE XII

##### Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents of the corporation to the full extent permitted by law.

#### ARTICLE XIII

##### Amendment

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

#### ARTICLE XIV

##### 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 or she already holds, shall have the right to purchase his or her

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 6th day of November, 1996.

Michael A. Candeto

Michael A. Candeto  
Incorporator of  
B. Langston's Antiques, Inc.

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was sworn to and acknowledged before me by Michael A. Candeto, who [check one] ☒ is personally known to me or ☐ produced \_\_\_\_\_ as identification, this 6th day of November, 1996.

Sheila L. Gallagher

Notary Public, State of Florida  
at Large

Sheila L. Gallagher

Name Typed or Printed

My commission expires:

[Notarial Seal]



CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

IN COMPLIANCE WITH SECTIONS 48.091 AND 607.0501, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

FIRST--THAT B. LANGSTON'S ANTIQUES, INC., DESIRING TO ORGANIZE  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT 1597 RAIN BIRD COURT, JACKSONVILLE, FLORIDA 32225, HAS  
DESIGNATED THE FOLLOWING REGISTERED AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA AT THE REGISTERED OFFICE SHOWN BELOW:

1. REGISTERED AGENT: Michael A. Candeto
2. REGISTERED OFFICE: 200 West Forsyth Street  
Suite 1100  
Jacksonville, Florida 32202

B. LANGSTON'S ANTIQUES, INC.  
a Florida corporation

By: Michael A. Candeto  
Michael A. Candeto  
Incorporator

DATE: November 6, 1996

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE-NAMED CORPORATION, AT THE REGISTERED OFFICE  
DESIGNATED IN THIS CERTIFICATE, 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. I AM  
FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS PROVIDED FOR IN SECTION  
607.0505, FLORIDA STATUTES.

Michael A. Candeto  
Michael A. Candeto

DATE: November 6, 1996

FILED  
NOV - 8 PM 12:32  
SECRETARY OF STATE  
FLORIDA