

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-0171  
904-222-0393 FAX

800-342-8086



PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

P96000095268

ACCOUNT NO. : 072100000032

REFERENCE : 162956 81040A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 21, 1996

ORDER TIME : 9:36 AM

ORDER NO. : 162956-005

CUSTOMER NO: 81040A

CUSTOMER: Ms. Pam Hammond  
SHELL FLEMING DAVIS & MENGE

Ninth Floor, Seville Tower  
226 Palafox Place  
Pensacola, FL 32501

700002010997--4  
-11/21/96--01037--009  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

DOMESTIC FILING

NAME: N R & L, 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: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
96 NOV 21 PM 12:49  
TALLAHASSEE, FLORIDA

Dmc 11/21/96

RECEIVED  
96 NOV 21 AM 10:4  
JAMES H. COOPER, JR.  
TALLAHASSEE, FLORIDA

SHELL, FLEMING, DAVIS & MENGE

ATTORNEYS AT LAW

PENSACOLA, FLORIDA 32598-1831

THURSTON A. SHELL  
FLETCHER FLEMING  
ROLLIN D. DAVIS, JR.  
BOARD CERTIFIED REAL ESTATE LAWYER  
M. J. MENGE  
DANNY L. KETNER  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
CHARLES L. HOFFMAN, JR.  
STEPHEN B. SHELL  
MAUREEN DUTONAN  
BOARD CERTIFIED CRIMINAL TRIAL LAWYER  
ALSO LICENSED IN NEW YORK  
JAN SHACKELFORD  
PAUL W. OGDON II  
JOHN B. TRAWICK

November 19, 1996

POST OFFICE BOX 1831  
226 PALATKA PLACE  
NINTH FLOOR SEVILLE TOWER  
AREA CODE 904  
TELEPHONE 434-2411  
FAX # 435-1074

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

Gentlemen:

We enclose the original and one copy of Articles of Incorporation of N R & L, Inc. Please file these Articles in your office and provide us with a certified copy of the Articles. This firm's check for \$122.50 in payment of the required filing fees is enclosed herewith.

Thank you for your assistance.

Yours truly,

SHELL, FLEMING, DAVIS & MENGE

By

*Fletcher Fleming*

FF/pfh  
Enclosures

**ARTICLES OF INCORPORATION  
OF**

**N R & L, INC.**

**ARTICLE I - NAME**

The name of this corporation is N R & L, INC.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of buying, selling, renting, leasing, owning, subdividing, developing and otherwise using, maintaining and enjoying real property, primarily residential real property, and for the purpose of transacting any or all other lawful business.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 300,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV - 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.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The mailing address of the corporation is 8680 Scenic Highway, Box 18, Pensacola, Florida 32514. The street address of the initial principal office of this corporation and its registered office is 8680 Scenic Highway, Box 18, Pensacola, Florida 32514, and the name of the initial registered agent of this corporation at that address is Leonard Jernigan whose signature hereto constitutes

**FILED**  
96 NOV 21 PM 12:49  
TALLAHASSEE, FLORIDA

his agreement to serve as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, and also constitutes his agreement to comply with the provisions of all statutes relative to the proper and complete performance of his duties, and his certification that he is familiar with, and accepts, the obligations of his position as registered agent.

#### **ARTICLE VI - INITIAL DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

Donald A. Reynolds  
86 Monarch Lane  
Pensacola, Florida 32503

Verner O. Nelson, Jr.  
601 E. Burgess Road, Apt. J-10  
Pensacola, Florida 32514

Leonard Jernigan  
8680 Scenic Highway, Box 18  
Pensacola, Florida 32514

#### **ARTICLE VII - INCORPORATORS**

The names and addresses of the persons signing these articles are:

Donald A. Reynolds  
86 Monarch Lane  
Pensacola, Florida 32503

Verner O. Nelson, Jr.  
601 E. Burgess Road, Apt. J-10  
Pensacola, Florida 32514

Leonard Jernigan  
8680 Scenic Highway, Box 18  
Pensacola, Florida 32514

#### **ARTICLE VIII - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

The corporation, and subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation, and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this article, may thereafter sell such stock for a price or upon terms different than the offer contained

in such notice, without again complying with the notice requirements of this article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 19th day of November, 1996.

  
DONALD A. REYNOLDS, Subscriber

  
VERNER O. NELSON, JR., Subscriber

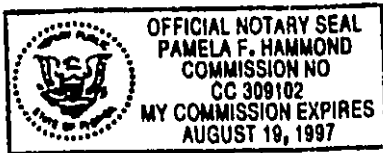
  
LEONARD JERNIGAN, Subscriber and  
Registered Agent

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Donald

A. Reynolds, Verner O. Nelson, Jr. and Leonard Jernigan, personally known to me and known by me to be the persons who executed the foregoing articles of incorporation, and they acknowledged before me that they executed those articles of incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid, this 19th day of November, 1996.



*Pamela F. Hammond*  
NOTARY PUBLIC

My commission expires: 8-19-97