

P970000 30507



ACCOUNT NO. : 072100000032

REFERENCE : 315829 1299A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 2, 1997

ORDER TIME : 10:51 AM

ORDER NO. : 315829-005

CUSTOMER NO: 1299A

CUSTOMER: Lawrence C. Schill, Esq  
CLARK PARTINGTON HART LARRY  
BOND STACKHOUSE & STONE  
P. O. Box 13010

Pensacola, FL 32591-3010

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DOMESTIC FILING

NAME: *Development*  
HENDERSON GROUP, 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: Tonya C. Holliday

EXAMINER'S INITIALS:

*W97-7684*

APR - 3 1997

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 APR - 3 PM 3:22

FILED

DIVISION OF CORPORATION

97 APR - 2 AM 11:31

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED

97 APR -3 PM 3:18

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

April 2, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: HENDERSON GROUP, INC.  
Ref. Number: W97000007684

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for HENDERSON GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 397A00016642

ARTICLES OF INCORPORATION

OF

HENDERSON DEVELOPMENT GROUP, INC.

FILED

97 APR -3 PM 3:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, CHARLES V. HENDERSON, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is HENDERSON DEVELOPMENT GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is Perdido Trade Center, 13430 Gulf Beach Highway, Pensacola, Florida 32507.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

**ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK**

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

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

The address of the initial registered office of this corporation shall be 13430 Gulf Beach Highway, Pensacola, Florida 32507, and the name of the initial registered agent of this corporation at that address is CHARLES V. HENDERSON.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

CHARLES V. HENDERSON  
c/o Perdido Trade Center  
13430 Gulf Beach Highway  
Pensacola, Florida 32507

**ARTICLE IX - INCORPORATOR**

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

CHARLES V. HENDERSON  
c/o Perdido Trade Center  
13430 Gulf Beach Highway  
Pensacola, Florida 32507

**ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE**

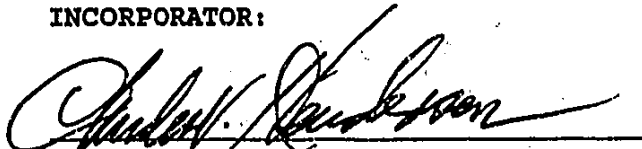
The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Florida Secretary of State.

**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.

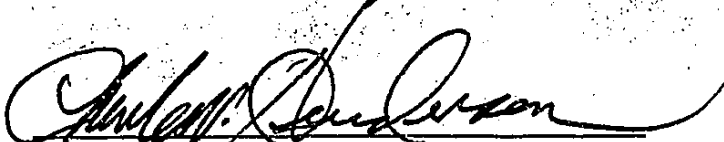
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 1st day of April, 1997.

INCORPORATOR:

  
CHARLES V. HENDERSON

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of HENDERSON DEVELOPMENT GROUP, INC. Further, I am familiar with and accept the duties and obligations of such designation. My address is the same as the principal office of the corporation.

  
CHARLES V. HENDERSON

FILED  
97 APR -3 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA