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ACCOUNT NO. : 072100000032

REFERENCE : 325983 121501A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 10, 1997

ORDER TIME : 10:17 AM

ORDER NO. : 325983-005

CUSTOMER NO: 121501A

CUSTOMER: C. Holt Smith, Iii, Esq  
C. HOLT SMITH, III, ESQ

Suite 3301  
1 Independent Drive  
Jacksonville, FL 32202

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-04/10/97--01055--019  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: KGB FAMILY ENTERPRISES, 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: \_\_\_\_\_

FILED  
97 APR 10 PM 1:03  
DIVISION OF CORPORATIONS  
RECEIVED

APR 10 1997

Eff Date: April 9, 97

**ARTICLES OF INCORPORATION**

FILED

97 APR 10 PM 1:02

for

**KGB FAMILY ENTERPRISES, INC.**  
(a corporation)

TALLAHASSEE, FLORIDA

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statutes (1995):

**ARTICLE I. NAME AND ADDRESS**

The name and address of the corporation is:

**KGB Family Enterprises, Inc.**  
**4848 Longbow Road**  
**Jacksonville, Florida 32210**

**ARTICLE II. DURATION**

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III. PURPOSES**

This corporation is organized for the following purposes:

1. Sale of services and /or products to businesses and/or to the general public.
2. To hire and/or train personnel for the purposes of carrying out these purposes.
3. To rent, lease, purchase and/or own facilities which are sufficient for the conduct and/or operation of the purposes of the corporation.
4. To transact any and all lawful business for which corporations may be incorporated or organized.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

#### **ARTICLE V. VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

#### **ARTICLE VI. MANAGEMENT**

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statutes (1995).

#### **ARTICLE VII. INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial Registered Agent of this corporation is One Independent Drive, Suite 3301, Jacksonville, Florida 32202, and the name of the initial Registered Agent of this corporation at that address is **C. HOLT SMITH, III.**

#### **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) Director initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Director of this corporation is:

Kendall G. Bryan	4848 Longbow Road
	Jacksonville, FL 32210

#### **ARTICLE IX. INCORPORATOR**

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

Kendall G. Bryan	4848 Longbow Road
	Jacksonville, FL 32210

#### **ARTICLE X. AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscribing Incorporator has hereunto set his hand and seal this 9th day of April, 1997, for the purpose of forming this corporation under the laws of the State of Florida.

Kendall G. Bryan  
KENDALL G. BRYAN

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **KENDALL G. BRYAN**, who executed the foregoing instrument as Incorporator of **KGB Family Enterprises, Inc.**, a corporation named herein, and acknowledged before me that he executed the same as such Incorporator, in the name of and on behalf of the said corporation. he is personally known to me or has produced \_\_\_\_\_ as identification and did (did not) take an oath.

9th IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this day of April, 1997.

(SEAL)

Bernice E. Kress  
Notary Public  
My Commission Expires:



BERNICE E. KRESS  
MY COMMISSION # CC465854 EXPIRES  
May 21, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

First, that **KGB Family Enterprises, Inc.**, desiring to organize or qualify under the laws of  
the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida,  
has named C. HOLT SMITH, III, located at One Independent Drive, Suite 3301, City of Jacksonville,  
State of Florida, 32202, as its Agent to accept service of process within Florida.

**KGB Family Enterprises, Inc.**

By: Kendall G. Bryan  
KENDALL G. BRYAN

DATED: April 9, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE 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.

C. Holt Smith, III  
C. HOLT SMITH, III  
Registered Agent

DATED: April 9, 1997

FILED  
97 APR 10 PM 1:02  
TALLAHASSEE  
FLORIDA