

Richard T. McGuffin
Requestor's Name

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Address

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-05/13/97--01001--013
****245.00 ****122.50
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- JACKSONVILLE Professional Sports, Inc. (Corporation Name) (Document #) 97 MAY 12 PM 4:17
- (Corporation Name) (Document #)
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- ☒ Walk in ☐ Pick up time ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
JACKSONVILLE PROFESSIONAL SPORTS, INC.

FILED
97 MAY 12 PM 4:17
TALLAHASSEE, FLORIDA

The undersigned incorporators of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is JACKSONVILLE PROFESSIONAL SPORTS, INC.

ARTICLE II. PURPOSES

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 700,000 shares of common stock having a nominal or par value of \$.01 (one) cent per share.

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 they already hold, shall have the right to purchase their pro rata share, to the nearest whole share, at the price at which it is offered to others.

ARTICLE V. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided by the By-Laws.

ARTICLE VI. TERM OF EXISTENCE

The existence of this corporation shall commence as of the date these Articles are duly filed, and it shall exist perpetually thereafter.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The Resident Agent for this corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in these Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named RALPH E. ELLIOTT, JR., located at 3630 Rogero Road, Jacksonville, Florida, 32277, as its agent to accept service of process within the State.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially. The number of directors may be increased from time to time, by the By-Laws, but shall never be less than one (1), nor more than five (5).

Section 2. The Board of Directors shall be members of the corporation.

Section 3. The Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the Corporation are:

ARTIS GILMORE	1033 Oak Street Jacksonville, Florida 32204
DAN MEISENHEIMER, III	48 Quirk Road P.O. Box 211 Milford, Connecticut 06460
RALPH E. ELLIOTT, JR.	3630 Rogero Road Jacksonville, Florida 32277

ARTICLE IX. INCORPORATORS

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

ARTIS GILMORE	1033 Oak Street Jacksonville, Florida 32204
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ARTICLE X. OFFICERS

Section 1. The officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

PRESIDENT	ARTIS GILMORE	1033 Oak Street Jacksonville, FL 32204
VICE PRESIDENT	DAN MEISENHEIMER, III	48 Quirk Road P.O. Box 211 Milford, CT 06460
SECRETARY/ TREASURER 32277	RALPH E. ELLIOTT, JR.	3630 Rogero Road Jacksonville, FL

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE XI. BY-LAWS

Section 1. The Board of Directors of this Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the By-Laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XII. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

ARTICLE XIII. LOCATION

The location of this Corporation is 1033 Oak Street, Jacksonville, Florida 32204 with a mailing address of 1033 Oak Street, Jacksonville, Florida 32204.

ARTICLE XIV. INDEMNIFICATION

This Corporation shall indemnify any and all persons who may serve or who have served at any time as Directors or Officers, or who, at the request of the Board of Directors of the Corporation, may serve or at any time have served as Directors or Officers of another Corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, of which may be asserted against them or any of them, by reason of being or having been Directors or Officers of a Director or Officer of the Corporation, or of such other Corporation, except in relation to matters as to which any such Director or Officer of former Director or Officer or person shall be adjudged in any action, suit or proceeding to be liable for their own negligence or misconduct in the performance of their duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under the law, By-law, agreement, vote of the stockholders, or otherwise, and the Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal, this 14th day of March, 1997, A.D., for the purpose of forming this corporation under the laws of the State of Florida.


ARTIS GILMORE

STATE OF FLORIDA)

COUNTY OF DUVAL)

BEFORE ME, a Notary Public duly authorized in the State and County named above to take oaths and acknowledgements, personally appeared ARTIS GILMORE, to me personally known to the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who did take an oath before me that he executed and subscribed to these Articles of Incorporation.

NOTARY PUBLIC:


STATE OF FLORIDA



FILED

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

97 MAY 12 PM 4:17

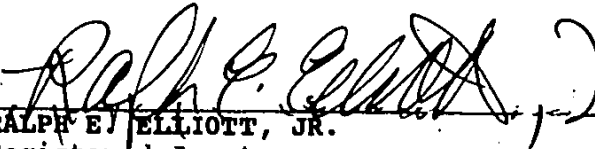
JACKSONVILLE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

JACKSONVILLE PROFESSIONAL SPORTS, INC., desiring to organize under the laws of the State of Florida, with its' principal office, as indicated in the Articles of Incorporation of 1033 Oak Street, Jacksonville, Florida, 32204, has named RALPH E. ELLIOTT, JR., of 3630 Rogero Road, Jacksonville, Florida, 32277, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


RALPH E. ELLIOTT, JR.
Registered Agent

DATED: 3/14/97