

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 222-8870 • (904) 222-8060 • Fax (904) 222-1222

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*Northwood Shoppers,
Inc.*

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RECEIVED
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DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Name Reservation

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☒ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

EFFECTIVE DATE
6-3-97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN -4 PM 4:50

FILED

**ARTICLES OF INCORPORATION
OF**

Northwood Shoppes, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of the corporation is **Northwood Shoppes, Inc.**

EFFECTIVE DATE
6-3-97

**ARTICLE II
DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if these Articles are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III
PURPOSE AND NATURE OF BUSINESS**

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of acquisition and ownership of real properties and any other business not prohibited by law.

**ARTICLE IV
CAPITAL STOCK**

(a) Authorized Capital. The authorized capital stock of this corporation shall consist of 1000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 111 Southeast First Avenue, Gainesville, Florida 32601, and the name of the initial registered agent of this corporation at that address is James S. Quincey.

ARTICLE VI DIRECTOR

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

(b) Initial Director. The name and street address of the members of the first Board of Directors of the corporation is:

Name	Address
Robert A. Ross	4200 Chimney Lake Drive Roswell, Georgia 30075

(c) Compensation. The Board of Directors is hereby specifically authorized to make provision 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.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII INITIAL PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 5002 Northwest 34th Street, Suite #6, Gainesville, Florida 32605.

ARTICLE VIII RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer said shareholder's shares except to another individual or entity eligible to be a shareholder of this corporation, or as may be agreed upon in any written shareholder agreement.

ARTICLE IX BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE X INCORPORATOR

The name and street address of the incorporator of this corporation is:

Name	Address
Robert A. Ross	4200 Chimney Lake Drive Roswell, Georgia 30075

ARTICLE XI OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name	Address
President Robert A. Ross	4200 Chimney Lake Drive Roswell, Georgia 30075
Secretary Janet P. Ross	4200 Chimney Lake Drive Roswell, Georgia 30075
Treasurer Robert A. Ross	4200 Chimney Lake Drive Roswell, Georgia 30075

**ARTICLE XII
AMENDMENT**

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


IN WITNESS WHEREOF, the incorporators has executed these Articles the 3 day of June, 1997.



ROBERT A. ROSS

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.



JAMES S. QUINCEY
111 Southeast First Avenue
Gainesville, Florida 32601
Dated: June 3, 1997

GUSQROSSCORPN-WOODARTICLES INC

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SECRETARY OF STATE
TALLAHASSEE FLORIDA