

P97000057026



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 445085 99222A

AUTHORIZATION :

COST LIMIT : \$ ~~122.50~~ *Patricia Pzynt*

ORDER DATE : June 27, 1997

ORDER TIME : 10:57 AM

ORDER NO. : 445085-005

200002224922--9

CUSTOMER NO: 99222A

CUSTOMER: Ms. Wilma Gallagher  
COGGIN-O'STEEN INVESTMENT  
CORPORATION  
4306 Pablo Oaks Court

Jacksonville, FL 32224

DOMESTIC FILING

NAME: CONNOR HOTEL CORP.

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: Andrew Cumper

EXAMINER'S INITIALS:

*6-26-97*  
EFFECTIVE DATE

FILED  
97 JUN 27 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dnc*  
*6/27/97*  
97 JUN 27 PM 12:14  
RECEIVED  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

**OF**

**CONNOR HOTEL CORP.**

**FILED**

97 JUN 27 PM 4:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

EFFECTIVE DATE  
6-26-97

Section 1.1 Name. The name of the corporation is Connor Hotel Corp.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is 9150 Baymeadows Road, Jacksonville, Florida 32256.

OR

Section 1.3 Mailing Address. The mailing address of the corporation is 9150 Baymeadows Road, Jacksonville, Florida 32256.

**ARTICLE II**

**DURATION**

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSES**

Section 3.1 Purposes. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

## ARTICLE IV

### CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share.

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is as stated in Article I hereof, and the name of the initial registered agent of this corporation at that address is David T. Potts.

## ARTICLE VI

### DIRECTORS

Section 6.1 Number. This corporation shall have two (2) director(s) initially. the number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one nor more than fifteen.

Section 6.2 Initial Directors. The name and address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
David T. Potts	Same as this Company
Pamela S. Potts	Same as this Company

## ARTICLE VII

### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of 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 board of directors.

**ARTICLE VIII**  
**INCORPORATOR**

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

**NAME**

A.M. Foote

**ADDRESS**

Same as this Company

**ARTICLE IX**  
**INDEMNIFICATION**

Section 9.1 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 X**  
**AMENDMENT**

Section 10.1 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.

**ARTICLE XI**  
**POWERS RESERVED TO SHAREHOLDERS**

Section 11.1 The following corporate acts shall require approval of a majority of the shareholders:

- a) Increase or decrease in the number of authorized shares of stock of the corporation.

- b) Creation of additional classes of shares and addition to or limitation of rights and duties of shareholders in respect to outstanding shares of the corporation.
- c) Sale by the corporation of shares of its stock held in the treasury.
- d) Sale by the corporation of shares of its stock which are authorized but unissued.
- e) Pledge, mortgage or other encumbrance or sale or other disposition of all or a substantial part of the assets of the corporation.
- f) Declaration of dividends and all other distribution to shareholders.
- g) Amendment or Restatement of these Articles of Incorporation.
- h) Acquire or dispose of shares of any other corporation.
- i) Merger with any other corporation including any subsidiary of this corporation.
- j) All other actions not in the ordinary course of the business of this corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 26th day of June 1997.

*A. M. Fote*

\_\_\_\_\_  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

**FILED**

97 JUN 27 PM 4:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in the above 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. I am familiar with and I accept the obligations of a registered agent.

  
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Date: June 27, 1997