

P97000061274

JAMES C. BAILEY  
416 Flamingo Avenue  
Stuart, Florida 34996

(561) 288-0400

FILED

97 JUL 14 PM 12:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 2, 1997

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Secretary of State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Mid-Florida Group, Inc.

Gentlemen:

Enclosed for filing are two original counterparts of Articles of Incorporation for the captioned Florida corporation, together with our check in the amount of \$122.50 for filing fees, as follows:

\$ 35.00 - Corporation filing fee  
35.00 - Designation of Resident Agent  
52.50 - Certified Copy of Articles  
\$122.50

Please return the certified copy of the Articles to this office. Should you have any questions in this regard, please give a call to our office.

Very truly yours,

James C. Bailey

JCB/jbc  
enclosures

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7/15/97

**ARTICLES OF INCORPORATION  
OF  
MID-FLORIDA GROUP, INC.**

**FILED**  
97 JUL 14 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, as natural persons, and competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida. The effective date of incorporation will be the date of filing of these Articles.

**ARTICLE I - NAME**

The name of the corporation is: **MID-FLORIDA GROUP, INC..**

**ARTICLE II - NATURE OF BUSINESS**

To do all and every necessary and proper act for the purpose of transacting any and lawful business and/or any other objectives enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United States of America, the State of Florida and all singularly remaining States in the Union.

**ARTICLE III - TERM OF EXISTENCE**

This Corporation shall have perpetual existence and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares. Such shares shall be of single class and shall have a par value of One Dollars (\$1.00) per share. Authorized capital stock may be paid for

in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at and regular or special meeting.

#### **ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the business and the corporation is to be: 416 S.E. Flamingo Avenue, Stuart, Florida 34996. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation in the State of Florida as it may see fit.

#### **ARTICLE VI - INITIAL REGISTERED OFFICER AND AGENT**

The registered agent of this corporation shall be: JAMES C. BAILEY, and the mailing address shall be: 416 S.E. Flamingo Avenue, Stuart, Florida 34996.

#### **ARTICLE VII - DIRECTORS**

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders. The corporation shall never be less than one (1) Director.

#### **ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS**

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

<b><u>NAME</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
James C. Bailey	President/ Treasurer/ Director	416 S.E. Flamingo Avenue Stuart, Florida 34996
Bryan A. Poston, Jr.	Vice President/ Secretary/ Director	416 S.E. Flamingo Avenue Stuart, Florida 34996

### ARTICLE IX - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF STOCK</u>
James C. Bailey	416 S.E. Flamingo Avenue Stuart, Florida 34996	50%
Bryan A. Poston, Jr.	416 S.E. Flamingo Avenue Stuart, Florida 34996	50%

### ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholders meeting by a majority of the stock entitled to a vote thereto, unless all the stockholders and all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### ARTICLE XI - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors an the Stockholders.

IN WITNESS WHEREOF, we have hereunto set our names and seals, acknowledged and filed the foregoing Articles of Incorporation this under the laws of the State of Florida, this 2nd day of July, 1997.

  
\_\_\_\_\_  
James C. Bailey

  
\_\_\_\_\_  
Bryan A. Poston, Jr.

**STATE OF FLORIDA**

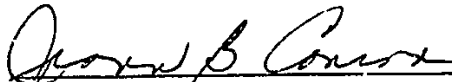
**COUNTY OF MARTIN**

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **JAMES C. BAILEY** and **BRYAN A. POSTON, JR.**, who are personally known to me, or who have presented a Florida Driver's License as identification and who did/did not take an oath, and they executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation for the purposes therein designated.

WITNESS my hand and seal this 2<sup>nd</sup> day of July, 1997.



Jeanne B. Conrad  
MY COMMISSION # 00841030 EXPIRES  
April 27, 2001  
BONDED THRU TROY FARM INSURANCE, INC.

  
Notary Public, State of Florida

Printed Name of Notary Public

My Commission No.: \_\_\_\_\_

Expires: \_\_\_\_\_

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

**FILED**

**JUL 14 PM 12:27**

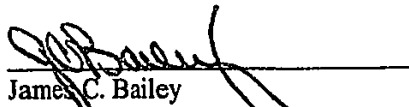
**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

In pursuance of Chapter 48.091, and 607.0501, Florida Statutes, the following is submitted,  
in compliance with said Act:

**FIRST:** That **MID-FLORIDA GROUP, INC.**, having been organized under the laws of the State of Florida, with its principal office and place of business at 416 S.E. Flamingo Avenue, Stuart, Florida 34996, as indicated in the Articles of Incorporation, has named **JAMES C. BAILEY**, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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 provision of said Act relative to keeping open said office.

  
James C. Bailey  
416 S.E. Flamingo Avenue  
Stuart, Florida 34996