# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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#### ARTICLES OF INCORPORATION

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OF

#### MANATEE COVE, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

#### ARTICLE I - NAME

The name of this Corporation is MANATEE COVE, INC.

#### ARTICLE II. - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: MANATEE COVE, INC., 5711 Pine Avenue, Orange Park, Florida 32073-8111.

### ARTICLE II.I - DURATION

This corporation shall exist perpetually.

# ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 5711 Pine Avenue, Orange Park, Florida 32073-8111, and the name of the Corporation's initial registered agent at that address is Bettina P. Romaine.

## ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Bettina P. Romaine 5711 Pine Avenue Orange Park, Florida 32073-8111

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

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

The name and address of the initial director of the corporation are:

Bettina P. Romaine 5711 Pine Avenue Orange Park, Florida 32073-8111

# ARTICLE VIII. - PURPOSE

The purpose of this Corporation is:

- (a) To engage in the business of generating income, profits and gains through investments.
- (b) And the doing of any and all things related thereto.
- (c) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether real, personal, tangible or intangible.
- (d) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

# ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

#### ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 7th day of August, 1997.

BETTINA P. ROMAINE

STATE OF FLORIDA COUNTY OF CLAY

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared BETTINA P. ROMAINE, who is personally known to me or who has produced <a href="mailto:valid FL Driv. Lic.">valid FL Driv. Lic.</a> as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 7th day of August, 1997.

Alicia A. Wilson
Notary Public, State of Florida
My Commission Expires: 2/8/2000

(Seal)



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

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

First - MANATEE COVE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as 5711 Pine Avenue, Orange Park, County of Clay, State of Florida, has named Bettina P. Romaine, 5711 Pine Avenue, Orange Park, County of Clay, State of Florida, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the abovestated 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.

BETTINA P ROMAINE