

Debora E. Fridie, Attorney At Law, P.A.

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Jacksonville, Florida 32202
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Member
Florida Bar
New Jersey Bar
Bar of the
Commonwealth of Pennsylvania

Certified Family Mediator
State of Florida

September 17, 1997
P97000081268

Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

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-09/18/97--01058--004
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find the following:

1. Articles of Incorporation for the proposed corporation "A Madison Fridie Properties, Inc."
2. Certificate of Designation for Registered Agent/Registered Office.
3. \$70.00 filing check.

I would appreciate it if you would forward verification of the filing of the Articles of Incorporation and assigned document number to the attention of Debora E. Fridie, Esquire, 140 East Bay Street, Jacksonville, Florida 32202. If you have any questions about this correspondence, you may contact me at the letterhead address, telephone number, and facsimile number. Thank you for your attention.

Sincerely,

Debora E. Fridie

Debora E. Fridie, Esquire

FILED
SEP 19 1997

/DEF

*Done
9/19/97*

ARTICLE OF INCORPORATION

OF

A. MADISON FRIDIE PROPERTIES, INC.

FILED
97 SEP 18 PM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is **A. Madison Fridie Properties, Inc.** The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business is 1219 West 28th Street, Jacksonville, Florida 32209. The principal mailing address is 2000-1 Hendricks Avenue, #170, Jacksonville, Florida 32207.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five thousand (5,000) common shares having a par value of \$1.00 per share.

**ARTICLES OF INCORPORATION
A. MADISON FRIDIE PROPERTIES, INC.**

ARTICLE IX: AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation this 17th day of September, 1997.

Alvin B. Fridie Sr.
ALVIN B. FRIDIE, SR.

Annette M. Fridie
ANNETTE M. FRIDIE

**ARTICLES OF INCORPORATION
A. MADISON FRIDIE PROPERTIES, INC.**

ARTICLE IV: PRE-EMPTIVE SHARES

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Debora E. Fridie, Esquire, 140 East Bay Street, Jacksonville, Florida 32202.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Debora E. Fridie, Esquire, 140 East Bay Street Jacksonville, Florida 32202.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors of the corporation are as follows: Alvin B. Fridie, Sr., 2000-1 Hendricks Avenue, #170, Jacksonville, Florida 32207, President; Annette M. Fridie, 2000-1 Hendricks Avenue, #170, Jacksonville, Florida 32207, Vice-President, Treasurer, and Secretary.

ARTICLE VIII: INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Office or Director, to the full extent permitted by law.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **A. Madison Fridie Properties, Inc.**

2. The name and address of the residential agent is Debora E. Fridie, Esquire, 140 East Bay Street, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Debora E. Fridie 9/17/97
DEBORA E. FRIDIE

FILED
97 SEP 18 AM 9 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA