

**HOLLAND & KNIGHT**  
 Registered Agent  
 224 ALFRED STREET  
 TALLAHASSEE, FLORIDA 32301  
 City/State/Zip Phone #  
 224-7000

**Office Use Only**

**PR000086022**

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Southeast Staff Services Inc. 000002312260--9  
 (Corporation Name) (Document #) -10/06/97--01050--022  
\*\*\*\*122.50 \*\*\*\*122.50
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 300 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**EFFECTIVE DATE**  
10-1-97  
**FILED**  
 197 OCT -6 PM 12:13  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
SOUTHEAST STAFF SERVICES, INC.**

FILED  
97 OCT -6 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **SOUTHEAST STAFF SERVICES, INC.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

EFFECTIVE DATE  
10-1-97

**ARTICLE I. NAME**

The name of the corporation is **SOUTHEAST STAFF SERVICES, INC.**

**ARTICLE II. ADDRESS**

The mailing address of the corporation is 6161 Blue Lagoon Drive #420, Miami, Florida 33126.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on October 1, 1997.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 6161 Blue Lagoon Drive #420, Miami, Florida 33126 and the name of the corporation's initial registered agent at that address is Thomas C. Butler.

## **ARTICLE VII. BOARD OF DIRECTORS**

The corporation shall have five (5) directors. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the directors are:

<u>Name</u>	<u>Address</u>
Raymond W. Butler III	6161 Blue Lagoon Drive #420 Miami, Florida 33126
Thomas W. Buckley	6161 Blue Lagoon Drive #420 Miami, Florida 33126
Richard H. Butler	6161 Blue Lagoon Drive #420 Miami, Florida 33126
Thomas C. Butler	6161 Blue Lagoon Drive #420 Miami, Florida 33126
Laurence A. Deets	6161 Blue Lagoon Drive #420 Miami, Florida 33126

## **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator are Andrew H. Weinstein, Holland & Knight LLP, 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

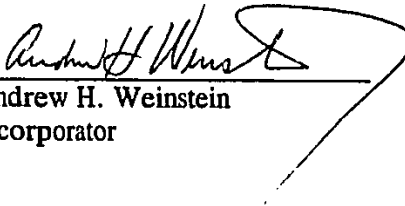
## **ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 3 day of October, 1997.

  
\_\_\_\_\_  
Andrew H. Weinstein  
Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That SOUTHEAST STAFF SERVICES, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 6161 Blue Lagoon Drive #420, Miami, Florida 33126 has named Thomas C. Butler as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 3 day of October, 1997.

By: 

Thomas C. Butler  
Registered Agent

MIA4-548462

**FILED**  
97 OCT -6 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P97000086023



ACCOUNT NO. : 072100000032

REFERENCE : 554268 81424A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 6, 1997

ORDER TIME : 9:38 AM

ORDER NO. : 554268-005

CUSTOMER NO: 81424A

CUSTOMER: L. N. Ingram, Iii, Esq  
L.N. INGRAM, III, ESQ

Suite 302  
900 Sixth Avenue South  
Naples, FL 34102-6792

700002312207--3  
-10/06/97--01050--007  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: PORT ROYAL, INCORPORATED

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: Warren Whittaker

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 OCT -6 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6 SN 10 OCT -6 1997

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ARTICLES OF INCORPORATION  
OF  
PORT ROYAL, INCORPORATED

FILED  
97 OCT -6 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, do hereby associate myself to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is PORT ROYAL, INCORPORATED.

ARTICLE II

The general character of the business to be transferred by this corporation is:

To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or accepted by the corporation, buildings or other structures, public or private with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment,

furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

To carry on any or all of its operations and businesses, and



to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have use, exercise and enjoy all of the general powers of like corporations.

To do any or all of the things herein setforth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise limited or restricted reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred shares of common stock, each share having the par value of \$1.00.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of this corporation at any regular or special meeting.

#### ARTICLE IV

The amount of capital with which this corporation shall begin business is One Hundred Dollars, (\$100.00).

#### ARTICLE V

The corporation shall have perpetual existence.

#### ARTICLE VI

The initial post office address of the principal office of this corporation is to be at:

900 Sixth Avenue So. - Suite No. 302  
Naples, Florida 34102-6792

The stockholders may from time to time designate such other post office address and place for the principal office of this corporation as they may see fit.

#### ARTICLE VII

The business of this corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors. Each stockholder shall have one vote for each share of stock owned by that stockholder, provided, however, where stock is owned by stockholders as tenants by the entirety, joint tenants with right of survivorship, or as tenants in common, the stockholders, so owning said stock shall have only one vote collectively and if the owners of any such stock are unable to agree upon their vote upon any subject at any meeting, or otherwise, they shall lose their right to vote on such subject, or if any of the owners of any such stock shall not be present at any meeting or otherwise, either in person or by proxy, the vote of the one or ones so present shall be considered the vote of all such co-owners of such stock. All corporate decisions shall be made by a majority vote of the stockholders with each stockholder having a vote as aforesaid.

#### ARTICLE VIII

The name and post office address of the first stockholder of this corporation who, subject to the provisions of these Articles

of Incorporation, the by-laws of this corporation and the laws of the State of Florida shall manage the business of the corporation's existence, or until there shall be other stockholders, are as follows:

L. N. INGRAM, III  
900 Sixth Avenue So., Suite No. 302  
Naples, Florida 34102-6792

#### ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation is as follows:

L. N. INGRAM, III  
900 Sixth Avenue So., Suite No. 302  
Naples, Florida 34102-6792

#### ARTICLE X

The street address of the corporation's initial registered agent and the name of its initial registered agent at such address are as follows:

L. N. INGRAM, III  
900 Sixth Avenue So., Suite No. 302  
Naples, Florida 34102-6792

#### ARTICLE XI

These Articles of Incorporation shall be effective on filing with the Secretary of State.

#### ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by any stockholder and must be approved by a majority of the stock entitled to vote thereon. Each stockholder shall have a vote as provided in Article VII hereof.

ARTICLE XIII

The stockholders of this corporation may provide such by-laws for the conduct of its business and the carrying out of its business as they may deem necessary from time to time, provided the same shall not be in conflict with the charter of the corporation. By-laws and any amendments thereto may be proposed by any stockholder and must be approved by a majority of the stock entitled to vote thereon. Each stockholder shall have a vote as provided in Article VII hereof.

IN WITNESS WHEREOF, I the undersigned, being the original subscriber to the capital stock, hereinbefore named has hereunto set my hand and seal, this 30 day of October, A.D., 1997.

  
L. N. INGRAM, III

STATE OF FLORIDA  
COUNTY OF COLLIER

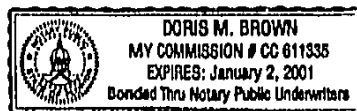
The foregoing instrument was acknowledged before me this 3rd day of October, 1997, by L. N. INGRAM, III, who is personally known to me.

Doris M. Brown  
Signature of Notary Public

DORIS M. BROWN  
Printed Name of Notary Public

Commission No. CC 611335

My Commission Expires:



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

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

First--That PORT ROYAL, INCORPORATED desiring to organize  
under the Laws of the State of Florida, with its principal office,  
as indicated in the Articles of Incorporation at City of Naples,  
County of Collier, State of Florida, has named L. N. INGRAM, III,  
located at 900 Sixth Avenue So., Suite No. 302, Naples, Florida  
34102, County of Collier, State of Florida, as its agent to accept  
service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above  
stated corporation, at 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.

Executed this the 3rd day of October, 1997.

By: 

L. N. INGRAM, III  
Resident Agent

97 OCT -6 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED