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ANDERSON & STEVENS, P.A.

ATTORNEYS AT LAW

SUITE 2640, RIVERPLACE TOWER  
1301 RIVERPLACE BOULEVARD  
JACKSONVILLE, FLORIDA 32207

KENNETH G. ANDERSON  
JAMES P. STEVENS  
ROSE MARIE K. PREDDY\*  
\*ALSO ADMITTED IN MICHIGAN

TELEPHONE (904) 399-8000  
TELECOPIER (904) 346-3078

October 28, 1997

Certified Mail

Return Receipt Requested

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

700002335517--8  
-10/31/97--01101--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: APJK Corp., Inc.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, and Resident Agent Certificate, in connection with the above new corporation. Note that the effective date of the corporation is October 24, 1997.

Also enclosed is the personal check number 089 of August P. Klein, one of the subscribers, payable in the amount of \$122.50 to cover the following fees and charges:

Filing Fee	\$ 35.00
Resident Agent Fee	35.00
One Certified Copy	<u>52.50</u>

Total \$122.50

EFFECTIVE DATE

10-24-97

Please file the Articles of Incorporation and return one certified copy to me at your earliest convenience.

JAMES P. STEVENS GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT EFF. DATE  
DATE 11-3-97  
DO NOT EXAM QAI

Sincerely yours,

James P. Stevens  
James P. Stevens

\*ALSO JAMES P. STEVENS REFERS TO "CORP." IN THIS CORPORATION  
NAME AS PART OF THE NAME NOT A CORP. SUFFIX. ONLY  
INC. IS THE SUFFIX. QAI 11-3-97

JPS/jo

Enclosures (as stated)

97 OCT 31 PM 12:00  
FILED  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

QAI 11-3-97

ARTICLES OF INCORPORATION

OF

APJK Corp., Inc.

ARTICLE I. NAME

The name of this corporation is APJK Corp., Inc.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

(a) To invest, reinvest, deal in, sell, or lease or otherwise dispose of items of personal and real property, of all kinds, classes and description, of whatsoever nature, in the State of Florida, or in any other state or country and to furnish other services and to engage in any and all other business activities.

(b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in and deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, mutual fire insurance protection, cooperative association, fraternal benefit society, state fair or exposition.

(c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

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97 OCT 31 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
10-24-97

(d) 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.

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

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the stock of, or any bonds, securities, or other evidences 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.

(g) To enter into and be a member of or a party to partnerships, limited and general, and joint ventures.

(h) In addition to the powers herein expressly stipulated, this corporation shall have all general corporate rights, powers, privileges and immunities otherwise existing from time to time under the laws of the State of Florida.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common voting stock having a par value of one cent (\$.01) per share.

ARTICLE IV. ADDRESS

The principal office of this corporation in the State of Florida is 5121 Bowden Road, Jacksonville, Florida 32216. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE V. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, pursuant to by-laws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

ARTICLE VI. INITIAL DIRECTORS

The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
August P. Klein	c/o 5121 Bowden Road Suite 105 Jacksonville, Florida 32216
Judy S. Klein	c/o 5121 Bowden Road Suite 105 Jacksonville, Florida 32216

ARTICLE VII. SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
August P. Klein	c/o 5121 Bowden Road Suite 105 Jacksonville, Florida 32216
Judy S. Klein	c/o 5121 Bowden Road Suite 105 Jacksonville, Florida 32216

ARTICLE VIII. RESIDENT AGENT

The name and street address of the initial registered resident agent of this corporation, upon whom service of process may be made, is as follows:

<u>Name</u>	<u>Address</u>
James P. Stevens	1301 Riverplace Boulevard Suite 2640 Jacksonville, Florida 32207

ARTICLE IX. AMENDMENTS, BY-LAWS AND OFFICERS

(a) These Articles of Incorporation may be amended in any manner from time to time as permitted by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the

directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

(b) The initial by-laws of this corporation shall be adopted by the first board of directors. The by-laws may be amended from time to time as provided therein.

(c) Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

(d) Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

(e) The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE X. DATE OF CORPORATION EXISTENCE

The existence of this corporation shall commence on October 24<sup>TH</sup> 1997.

August P. Klein

August P. Klein  
Subscriber

Judy S. Klein  
Judy S. Klein

Judy S. Klein  
Subscriber

STATE OF FLORIDA, )  
 ) ss.  
COUNTY OF DUVAL. )

The foregoing instrument was acknowledged before me this 22 day of October, 1997, by August P. Klein, who is personally known to me or who has produced (personally) as identification.



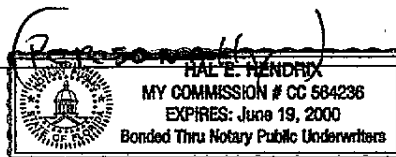
Name: A.E. Tondur  
Notary Public, State of Florida  
at Large.

Commission No.: CC 56423C

STATE OF FLORIDA, )  
 ) ss.  
COUNTY OF DUVAL. )

The foregoing instrument was acknowledged before me this 22 day of October, 1997, by Judy S. Klein, who is personally

known to me or who has produced  
identification.



as

Name: *Hal E. Hendrix*  
Notary Public, State of Florida  
at Large.

Commission No.: *CC 564236*

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

In pursuance of Sections 48.091 and 607.034, Florida Statutes,  
the following is submitted, in compliance with said Provisions:

First, that APJK Corp., Inc., 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  
Jacksonville, Duval County, Florida, has named James P. Stevens,  
located at 1301 Riverplace Boulevard, Suite 2640, Jacksonville,  
Florida 32207, County of Duval, State of Florida, as its agent to  
accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process of 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.

By: James P. Stevens  
James P. Stevens  
Resident Agent

FILED  
37 OCT 31 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**EFFECTIVE DATE**

10-24-97