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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12-4-97

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100002365461--8
-12/08/97--01057--017
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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

December Properties Inc.

☐ Walk In

☐ Pick Up Time

☒ Certified Copy

☐ Mail Out

☐ Certificate of Status

☐ Will Wait

☐ Certificate of Good Standing

☐ Photocopy

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

RUSH

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

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

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DIVISION OF CORPORATION

Ordered By: _____

Date: _____

K. Rolfe DEC 8 1997

EFFECTIVE DATE

12-9-97

ARTICLES OF INCORPORATION
OF
DECEMBER PROPERTIES, INC.

FILED
97 DEC -8 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is DECEMBER PROPERTIES, INC.

ARTICLE II
Principal Office

The principal office and mailing address of the corporation shall be Post Office Box 7634, Hilton Head, South Carolina 29938.

ARTICLE III
Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV
Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V
Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 200 West Forsyth Street, Suite 1400, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Pappas Metcalf & Jenks, P.A.

ARTICLE VII Directors

(a) Number. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The name and street address of the initial Directors of the first Board of Directors of the corporation are:

William L. Bosley
Post Office Box 7634
Hilton Head, South Carolina 29938

Howard S. Krant
420 Lexington Avenue
New York, New York 10170

Frank Habit
Post Office Box 6059
Hilton Head, South Carolina 29938

(c) Compensation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of Directors of this corporation.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Bylaws

The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Directors.

ARTICLE IX

Incorporator

The name and street address of the incorporator of this corporation is:

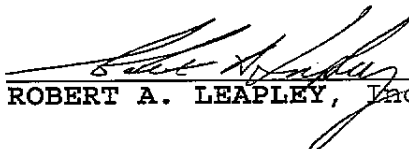
Robert A. Leapley
Pappas Metcalf & Jenks, P.A.
200 West Forsyth Street, Suite 1400
Jacksonville, Florida 32202

ARTICLE X

Amendment

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

IN WITNESS WHEREOF, the incorporator has executed these Articles the 4th day of December, 1997.



ROBERT A. LEAPLEY, Incorporator

STATE OF FLORIDA }
COUNTY OF DUVAL } SS

The foregoing instrument was acknowledged before me this 4th day of December, 1997, by ROBERT A. LEAPLEY.



Ann D. Savery
MY COMMISSION # CC546473 EXPIRES
April 9, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Ann D. Savery
(Print Name Ann D. Savery)
NOTARY PUBLIC
State of Florida at Large
Commission # _____
My Commission Expires: _____

Personally known ✓
or Produced I.D. _____
[check one of the above]

Type of Identification Produced

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

DECEMBER PROPERTIES, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS NAMED
PAPPAS METCALF & JENKS, P.A., 200 WEST FORSYTH STREET, SUITE 1400,
JACKSONVILLE, FLORIDA 32202, ATTENTION: ROBERT A. LEAPLEY, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

PAPPAS METCALF & JENKS, P.A.

By: 

ROBERT A. LEAPLEY
Incorporator

Dated: December 4, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

PAPPAS METCALF & JENKS, P.A.

By: 

ROBERT A. LEAPLEY
Attorney/Authorized Agent

Dated: December 4, 1997