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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

HGL Properties GP 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

File 1st

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

RECEIVED
98 JAN 9 AM 11:45
DIVISION OF CORPORATION

FILED
98 JAN -9 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ordered By:

K. Rolfe **JAN 12 1998**

Date:

EFFECTIVE DATE
1-6-98

ARTICLES OF INCORPORATION

OF

HGL PROPERTIES G.P., INC.

FILED
98 JAN -9 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I

Name and Principal Office

Section 1.1. Name. The name of the corporation is **HGL PROPERTIES G.P., INC.**

Section 1.2. Principal Office and Mailing Address. The principal office and mailing address of the corporation is located at 6602 Executive Park Court, North, Suite 207, Jacksonville, Florida 32216.

Article II

Duration

Section 2.1. 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 Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Purposes

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

Article IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have

outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of \$.10 per share.

Section 4.2. 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.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article V

Initial Registered Office and Agent

Section 5.1. Name and Address. 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 Mark A. Reinsch, Esquire.

Article VI

Directors

Section 6.1. Number. This corporation shall have five (5) 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.

Section 6.2. Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

NAME

STREET ADDRESS

James P. Smith, Jr.

6602 Executive Park Court North
Suite 207
Jacksonville, Florida 32216

Russell B. Newton, Jr.,
as Trustee for The Russell
B. Newton, Jr. Revocable
Trust Dated January 15, 1982

c/o TIMUCUAN ASSET MANAGEMENT,
INC.
111 Riverside Avenue, Suite 140
Jacksonville, Florida 32202

Russell B. Newton, III

c/o TIMUCUAN ASSET MANAGEMENT,
INC.
111 Riverside Avenue, Suite 140
Jacksonville, Florida 32202

William Randall Mann

c/o TIMUCUAN ASSET MANAGEMENT,
INC.
111 Riverside Avenue, Suite 140
Jacksonville, Florida 32202

William W. Stout

6602 Executive Park Court North
Suite 207
Jacksonville, Florida 32216

Section 6.3. Compensation. 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.

Section 6.4. 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 VII

Bylaws

Section 7.1. Bylaws. The initial bylaws of this corporation shall be adopted by the 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 VIII

Incorporator

Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is:

NAME

STREET ADDRESS

James P. Smith, Jr.

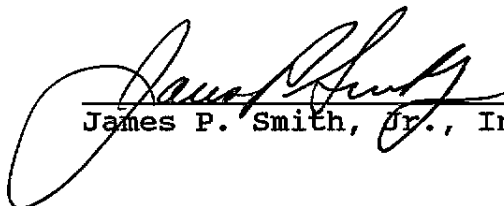
6602 Executive Park Court North
Suite 207
Jacksonville, Florida 32216

Article IX

Amendment

Section 9.1. 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 6th day of January, 1998.



James P. Smith, Jr., Incorporator

STATE OF FLORIDA }
 }
COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this 6th day of January, 1998, by James P. Smith, Jr. on his own behalf.



DARLA McCLURE-SANDS
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires June 23, 2000
Commission No. CC 565421


(Print Name Darla McClure-Sands)
NOTARY PUBLIC, State of Florida

Commission No. _____
My Commission Expires: _____

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

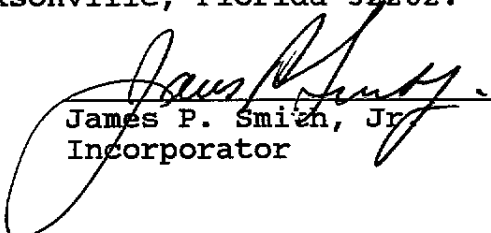
Type of identification produced

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. §§ 48.091 and 607.0501, the following is submitted:

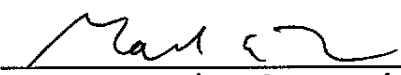
HGL PROPERTIES G.P., INC.

desiring to organize or qualify under the laws of the State of Florida hereby designates Mark A. Reinsch, Esquire as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 200 West Forsyth Street, Suite 1400, Jacksonville, Florida 32202.


James P. Smith, Jr.
Incorporator

Dated: January 6, 1998.

Having been named registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept, the obligations of that position, and 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.


Mark A. Reinsch, Registered
Agent

Dated: January 6, 1998.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA