

P98000003596
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/12/98--01064--001
****131.25 ****131.25

SUBJECT:

~~MADISON, INC~~ Madison Supply, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

A T SUTER

Name (Printed or typed)

12434 MANDARIN RD

Address

JACKSONVILLE FL 32223

City, State & Zip

904-886-2942

Daytime Telephone number

FILED
98 JAN 12 PM 1:06
TALLAHASSEE FLORIDA

Amy Suter

GAVE
AUTHORIZATION BY PHONE TO

CORRECT Change Corp name to: Madison Supply, Inc.

DATE 1-13-98

BY EXAM BB

NOTE: Please provide the original and one copy of the articles.

1/13/98

ARTICLES OF INCORPORATION
OF

Madison Supply, Inc. : **EFFECTIVE DATE**
1-2-98

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

ARTICLE I

Name. The name of the corporation shall be: Madison Supply, Inc.

ARTICLE II

Principal Office. The principal office and mailing address of the corporation shall be:
12434 Mandarin Rd.
Jacksonville, Florida 32223.

ARTICLE III

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$100.00 per share.

(b) Start of Business. The corporation will not commence business until consideration of the value of at least \$1,000.00 has been received for the issuance of shares.

(c) Restrictions on Transfer of Stock. No shareholder shall sell any of his shares of the capital stock of the corporation to any person not a shareholder, except after first making a written offer to sell to the corporation and then to the other shareholders such of his shares as he desires to sell, and upon the same terms and conditions as contained in the bona fide offer of a prospective buyer who is not a shareholder. Such written offer shall first entitle the corporation to buy all or any of the shares offered for sale for a period of fifteen days from and after the date of receipt of said written offer by the corporation. In the event the corporation fails or declines to purchase all of the shares offered for sale within said period of fifteen days, then said written offer shall entitle each of the other shareholders to buy that proportion of the shares offered for sale and not purchased by the corporation which the number of shares each of the other shareholders owns bears to the total number of shares owned by said other shareholders; but should any of said other shareholders decline or fail to exercise his rights to buy proportionately the shares offered for sale and not purchased by the corporation. The right of the other shareholders to purchase shall be limited to a period of fifteen days next succeeding the period of fifteen days first above mentioned. The aforesaid written offer to sell shall be accepted in writing by the corporation or by the other shareholders within the respective periods hereinabove fixed and any failure to accept or decline the right of purchase shall constitute a refusal to participate in the purchase of the shares offered for sale. After compliance with the foregoing provisions, any shareholder may sell all or any part

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of his shares which the corporation and the other shareholders have declined or failed to purchase, but upon the same terms and conditions as contained in the offer to sell. Reference to these limitations shall be noted on each certificate evidencing the ownership of shares of the capital stock of the corporation. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose additional restrictions or remove existing or additional restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE IV

Initial Registered Agent and Street Address. The name and street address of the initial registered agent is:

Amy Suter
12434 Mandarin Rd.
Jacksonville, Florida 32223

ARTICLE V

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

Amy Suter
12434 Mandarin Rd.
Jacksonville, Florida 32223

ARTICLE VI

(a) Duration. This corporation shall exist perpetually.

(b) Effective Date. Corporate existence shall commence on January 2, 1998, except that if these Articles of Incorporation are not received by the Department of State of the State of Florida before five days, exclusive of legal holidays, after the effective date, corporate existence shall commence upon filing with the Department of State.

ARTICLE VII

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

ARTICLE VIII

Directors


(a) Number. This corporation shall have one (1) director 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) 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 IX

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 5th day of Dec., 1997.

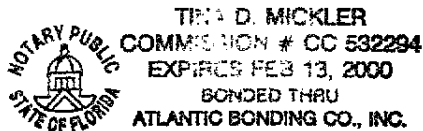

Amy Suter, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 15 day of Dec., 1997 by Amy Suter.

NOTARY PUBLIC:

Tina M. Coker



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

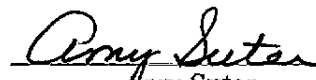
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

Madison Supply, 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 AMY SUTER, LOCATED
AT 12434 MANDARIN RD., JACKSONVILLE, FLORIDA 32223, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Amy Suter
Incorporator

Dated: 12/15/97

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.


Amy Suter
Agent for Process

Dated: 12/15/97

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