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UPCHURCH, BAILEY AND UPCHURCH, P. A.

ATTORNEYS AT LAW
ESTABLISHED 1925

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SAINT AUGUSTINE

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HAMILTON D. UPCHURCH
FRANK D. UPCHURCH, JR.
OF COUNSEL
FRANK D. UPCHURCH
(1894-1986)

March 9, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****127.50 ****127.50

Re: Goody's Woodys, Inc.
Our File No. 5-98-100

Dear Sir or Madam:

I enclose herewith one original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original and furnish me with a certified copy.

In furtherance of the same, you will find enclosed our firm check in the amount of \$127.50, made payable to the Secretary of State, which I estimate to be sufficient funds for the filing fee, certified copy, and registration of the registered agent.

Thank you for your assistance in this matter. Please do not hesitate to contact me or my assistant, Becky, if you have any questions or comments whatsoever.

Sincerely yours,

Michael A. Siragusa

MAS:raf
Enclosures

FILED
98 MAR 10 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 11 1998

ARTICLES OF INCORPORATION
FOR
GOODY'S WOODYS, INC.

FILED
98 MAR 10 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Corporate Name and Principal Office

The name of the corporation shall be: **"GOODY'S WOODYS, INC."**, and the mailing and street address of the Corporation's principal office shall be located at 2139 Dobbs Road, #5, St. Augustine, Florida 32086.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by the Corporation shall be to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The aggregate number of shares which the Corporation shall be authorized to issue is One Hundred (100) shares of common stock at a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Term of Existence

The Corporation shall exist perpetually.

ARTICLE V

Incorporator(s)

The name and address of the undersigned incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
William T. Goode	114 Linden Road St. Augustine, Florida 32086
Jeff A. Skinner	2770 Loja, Unit 1-E St. Augustine, Florida 32095

ARTICLE VI

Registered Agent and Office

The name of the Corporation's initial registered agent is William T. Goode, and the street and mailing address of the Corporation's initial registered office in Florida is 2139 Dobbs Road, #5, St. Augustine, Florida 32086.


ARTICLE VII


Amendment

These Articles of Incorporation may be amended in any manner provided by law or

according to the By-Laws of this Corporation. Every amendment shall be approved by the Board of Directors and a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 9th day of March, 1998.


William T. Goode

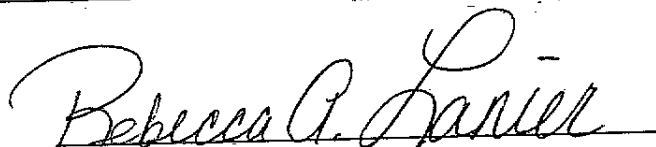

Jeff A. Skinner

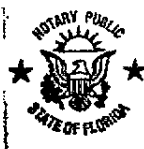
STATE OF FLORIDA
COUNTY OF ST. JOHNS

of March, 1998, by William T. Goode and Jeff A. Skinner, who did not take an oath and who: (notary must check applicable box)

☒ is personally known to me.
☐ produced current driver's license(s) as identification.
☐ produced _____ as identification.

(Seal)

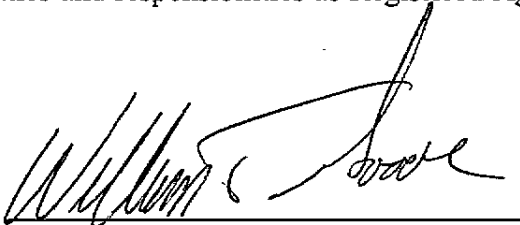

Signature of Notary



REBECCA A LANIER
My Commission CC391958
Expires Jul. 12, 1998
Bonded by HAI
800-422-1558

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.

A handwritten signature in black ink, appearing to read "William T. Goode", is written over a horizontal line.

William T. Goode

FILED

98 MAR 10 PM 2:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA