

P98000037725



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 796015 81350A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 27, 1998

ORDER TIME : 9:57 AM

ORDER NO. : 796015-005

CUSTOMER NO: 81350A

CUSTOMER: Howard L. Dale, Esq.
DALE BALD SHOWALTER &
MERCIER, P.A.
Suite 1100
200 West Forsyth Street
Jacksonville, FL 32202

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-04/27/98-01023-023
****122.50 ****122.50

DOMESTIC FILING

NAME: HIGHBALL ENTERPRISES, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

g 4/27/98

RECEIVED

98 APR 27 AM 10:36

XX STATE
XX CORPORATIONS
XX FLORIDA
XX TALLAHASSEE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 27 AM 11:44

ARTICLES OF INCORPORATION
OF
HIGHBALL ENTERPRISES, INC.

FILED
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DIVISION OF CORPORATIONS
98 APR 27 AM 11:44

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 Highball Enterprises, Inc.

ARTICLE II

Initial Principal Office or Place of Business

The initial principal office or place of business of this corporation is 101 Century 21 Drive, Jacksonville, Florida 32216.

ARTICLE III

Duration

This corporation shall exist perpetually, commencing upon the filing of these Articles.

ARTICLE IV

Nature of Business

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

ARTICLE V

Capital Stock

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Howard L. Dale.

ARTICLE VII

Directors

The corporation shall have (4) directors initially. The number of directors may be increased or diminished from time to time by the Corporate Bylaws, but shall never be less than one (1).

ARTICLE VIII

Initial Director

The name and street address of the initial directors of the corporation are:

Raynor E. Bowditch, President
101 Century 21 Drive
Jacksonville, Florida 32245

Herbert E. Goetz, Secretary/Treasurer
77 Ponte Vedra Boulevard
Ponte Vedra Beach, Florida 32082

Robert Y. Huffman
3760 River Run Road
Birmingham, Alabama 35243

Allen L. Lastinger
1145 Campbell Avenue
Jacksonville, Florida 32207

ARTICLE IX

Incorporator

The name and street address of the person signing these Articles are Raynor E. Bowditch, 101 Century 21 Drive, Jacksonville, Florida 32216.

ARTICLE X

Bylaws

The initial bylaws of this corporation shall be adopted by the initial directors. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders; provided, however, the Board of Directors may not alter or repeal a bylaw or amendment thereto adopted by the shareholders.

ARTICLE XI

Restrictions of 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 XII

Director Compensation

The Board of Directors is hereby specifically authorized to make provisions 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 XIII

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors and officers to the full extent permitted by law.

ARTICLE XIV

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the share-holders is subject to this reservation.

ARTICLE XV

Preemptive Rights

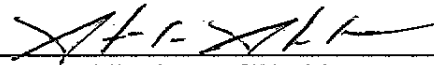
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 24th day of April, 1998.


Raynor E. Bowditch, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was sworn to and acknowledged before me by Raynor E. Bowditch, as incorporator of Highball Enterprises, Inc., a Florida corporation, on behalf of the corporation, this 24th day of April, 1998. Affiant ☒ is personally known to me or _____ produced _____ as identification.


Notary Public, State of Florida
at Large
My commission expires:

STEVEN A. SHAABER
Notary Public, State of Florida
My Comm. expires Dec. 11, 1999
Comm. No. CC 511151

CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE

IN COMPLIANCE WITH SECTIONS 48.091, 607.0501 AND 607.0505, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT HIGHBALL ENTERPRISES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 101 CENTURY 21 DRIVE, CITY OF JACKSONVILLE, STATE OF FLORIDA 32216, HAS DESIGNATED THE FOLLOWING REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA AT THE REGISTERED OFFICE SHOWN BELOW:

1. REGISTERED AGENT: Howard L. Dale
2. REGISTERED OFFICE: 200 West Forsyth Street, Suite 1100
Jacksonville, Florida 32202-4308

HIGHBALL ENTERPRISES, INC.

By: Raynor E. Bowditch
Raynor E. Bowditch, President

Dated: April 24, 1998

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE REGISTERED OFFICE 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.

Howard L. Dale
Howard L. Dale

Dated: April 24, 1998

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SECRETARY OF STATE
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