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# **STATE OF FLORIDA** ARTICLES OF INCORPORATION OF **JAMES BAXTER, INC.**

The Undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

## **ARTICLE I - NAME**

The name of this corporation is: James Baxter, Inc., and the principal physical address of this corporation is 523 Third Avenue North, Jacksonville Beach, FL 32250-5605. The mailing address of this corporation is: P. O. Box 16952 Jacksonville, FL 32245-6952. The phone number of this corporation is 904-247-7882.

## **ARTICLE II - DURATION**

This corporation shall have perpetual existence.

### **ARTICLE III - PURPOSE**

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

## **ARTICLE IV - CAPITAL SHARES**

The aggregate number of shares which the corporation shall have authority to issue shall be one hundred (100) Shares of Common Stock, having a nominal par value of \$1.00 per share.

## **ARTICLE V - REGISTERED OFFICE & AGENT**

The street address of the initial registered office of this corporation is 523 Third Avenue North, Jacksonville Beach, FL 32250-5605, and the name of the initial registered agent of this corporation at that address is James G. Baxter (265-19-5405).

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Page 2 of 3 State of Florida Articles of Incorporation of James Baxter, Inc.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors, initially. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided in the By-Laws. The names and addresses of the initial directors of this corporation are:

NAME TITLE	Social Security Num % OF OWNERSHIP	
James G. Baxter President/Treasurer	(265-19-5405) (50% Ownership)	523 Third Avenue North, Jacksonville Beach, FL 32250-5605
Cynthia I. Baxter Vice President	(267-13-1023) (50% Ownership)	523 Third Avenue North, Jacksonville Beach, FL 32250-5605
Cara Baxter Secretary	(265-83-8666) (0% Ownership)	523 Third Avenue North, Jacksonville Beach, FL 32250-5605

#### **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is:

James G. Baxter (265-19-5405) 523 Third Avenue North, Jacksonville Beach, FL 32250-5605

### **ARTICLE VIII - INDEMNIFICATION**

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent permitted by law.

#### **ARTICLE IX - 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 shareholders is subject to this reservation.

Page 3 of 3 State of Florida Articles of Incorporation of James Baxter, Inc.

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## **ARTICLE X - CORPORATE EXISTENCE**

The date of commencement of corporate existence shall be June 1, 1998.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of May, 1998.

James G. Baxter, President/Treasurer

STATE OF FLORIDA COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared, and produced current Florida Drivers license as identification, as well as personally known to me, James G. Baxter, who, and after being duly sworn, deposes and says that he is the person described as incorporator of these Articles of Incorporation, and that the information therein contained is true and correct.

James G. Baxter, President/Treasurer

Sworn to and subscribed before me this 18th day of May, 1998.

OTARY PUS DEBORAH ANN CREGO COMMISSION # CC 549842 EXPIRES MAY 01, 2000 FLORIDA NOTARY PUBLIC, STATE OF FLORIDA BONDED THRU ATLANTIC BONDING CO., INC.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designed in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida statutes relative to keeping open said office.

Jamés G. Baxter, President/Treasurer