

TRANSMITTAL LETTER

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

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-05/29/98--01016--006  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Baxley, Inc.  
(Proposed corporate name - must include suffix)

EFFECTIVE DATE  
5.20.98

Enclosed is an original and <sup>two</sup> ~~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: Andrey Baxley  
Name (Printed or typed)

1205 Salt Creek Pointe Way  
Address

Ponte Vedra Beach FL 32082  
City, State & Zip

904 - 273 - 1539  
Daytime Telephone number

98 MAY 29 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

*[Handwritten signature]*  
5/29/98

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

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**Articles of Incorporation  
of  
Baxley, Inc.**

**Article I  
Name**

The name of this corporation is "Baxley, Inc."

**Article II  
Nature of Business**

This corporation is organized for the purpose of developing and installing computer applications and engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**Article III  
Capital Stock**

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of ten cents (\$0.10) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the shareholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**Article IV  
Term of Existence**

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

**Article V  
Principal Office of the Corporation**

The principal office of the business of the corporation shall be 1205 Salt Creek Pointe Way; Ponte Vedra Beach, FL 32082, and the name of the initial registered agent of this corporation at that address is Audrey A. Baxley. The Board of Directors may, from time to time, change the principal office and mailing address to any other address in Florida.

**Article VI  
Initial Registered Office and Agent**

The initial registered office of this corporation in the State of Florida is 1205 Salt Creek Pointe Way; Ponte Vedra Beach, FL 32082, and the name of the initial registered agent of this corporation at that address is Audrey A. Baxley. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**Article VII  
Initial Board of Directors**

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the

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number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

Name: Audrey A. Baxley  
Address: 1205 Salt Creek Pointe Way  
Ponte Vedra Beach, FL 32082

### Article VIII Incorporator

The name and address of the Incorporator of this corporation is:

Name: Audrey A. Baxley  
Address: 1205 Salt Creek Pointe Way  
Ponte Vedra Beach, FL 32082

### Article IX Bylaws

Both shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholder may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

### Article X Amendments


These articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

In witness whereof, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 20<sup>th</sup> day of May, 1998.

 (seal)  
Audrey A. Baxley, Incorporator

State of Florida  
County of Duval

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of May, 1998 by Audrey A. Baxley, who is personally known to me or has produced \_\_\_\_\_ as identification.

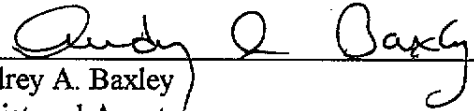
  
Print Name: Mae McCain  
Notary Public, State of Florida at Large  
My Commission Expires: 4/10/01  
Commission No. : 637614

MAE MCCAIN  
Notary Public, State of Florida  
My Comm. expires April 10, 2001  
Comm. No. CC 637614

**Certificate of Acceptance of Designation of  
Registered Agent of Baxley, Inc.**

Pursuant to Section 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Baxley, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1205 Salt Creek Pointe Way, Ponte Vedra Beach, Fl 32082.

In witness whereof, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 20<sup>th</sup> day of May, 1998.

  
\_\_\_\_\_  
Audrey A. Baxley  
Registered Agent

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