CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SUCCESSING, THC. Signature Requested by:

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 11, 1998

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: LEADERSHIP & DEVELOPMENT, INC.

Ref. Number: W98000013481

We have received your document for LEADERSHIP & DEVELOPMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun Document Specialist

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Letter Number: 998A00032815

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ARTICLES OF INCORPORATION OF

98 JUN 12 PM 12:51

SUCCESSING, INC.

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation ("Corporation") shall be successing, inc.

The principal place of business of this corporation shall be 2051 Village Lane, Fernandine Beach, Nassau County, Florida 32034.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Business Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, are as follows:

A. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000), all of which are of a par value of One dollar (\$1.00) and each of which are to be common shares of the same class.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is 2051 Village Lane, Fernandina Beach, Nassau County, Florida 32034; and the name of the initial registered agent of the Corporation at such address is Joseph B. Hill.

SIXTH: The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial member of the Board of Directors are:

Luther B. Lyles

6600 State Road 16

St. Augustine, FL 32092

Joseph B. Hill

2051 Village Lane

Fernandina Beach, FL 32034

EIGHTH: The name and address of the incorporator are as follows:

Christopher L. Nuland 1000 Riverside Avenue

Suite 200

Jacksonville, Florida 32204

NINTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on June 10, 1998.

Christopher L. Nuland, Incorporator

| STATE OF FLORIDA |) | |
|------------------|-------------------|--|
| |) SS.: | |
| COUNTY OF DUVAL | . . .) | |

On this 10th day of June, 1998 before me, a Notary Public in and for the State and County aforesaid, personally appeared Christopher L. Nuland, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of Successing, Inc. and who duly acknowledged to me that he signed said Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.

Notary Public

Rosa E White

My Commission CC658901

Expires June 26, 2001

(SEAL)

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Joseph B. Hill