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THOMPSON & ADAMS  
ATTORNEYS AT LAW

ONE INDEPENDENT DRIVE, SUITE 3131  
JACKSONVILLE, FLORIDA 32202

EFFECTIVE DATE  
7/30/98

WILLIAM L. THOMPSON, JR., P. A.  
ADAM G. ADAMS, III, P. A.  
COURTNEY K. GRIMM

TELEPHONE: (904) 356-3131  
TELEFAX: (904) 356-8009

July 30, 1998

(SENT VIA FEDERAL EXPRESS)

Florida Department of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

800002604088-3  
-07/31/98--01057--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: JORGE JACKSONVILLE COMPANY

Dear Sirs:

I have enclosed for filing two (2) original ARTICLES OF INCORPORATION of JORGE COMPANY. Please file one original of these documents and return a certified original of the Articles receipt stamped to this office in the enclosed self-addressed envelope. Also enclosed is our firm check, in the amount of \$122.50, representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,



William L. Thompson, Jr.

WLT:bdg

Enclosures

FILED  
98 JUL 31 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

William Thompson GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Change Corp. Name  
DATE 8/5/98  
DOC. EXAM TS

T. SMITH AUG. 05 1998

ARTICLES OF INCORPORATION

OF

JORGE JACKSONVILLE COMPANY

FILED  
98 JUL 31 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is "Jorge JACKSONVILLE COMPANY

EFFECTIVE DATE  
7/30/98

ARTICLE II.

NATURE OF BUSINESS

This corporation is organized for the purpose of 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 ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, 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 One Independent Drive, Suite 3131, Jacksonville, Florida 32202. 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 One Independent Drive, Suite 3131, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is William L. Thompson, Jr. 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 number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
William L. Thompson, Jr.	One Independent Drive, Suite 3131 Jacksonville, Florida 32202

#### ARTICLE VIII

##### INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
William L. Thompson, Jr.	One Independent Drive, Suite 3131 Jacksonville, Florida 32202

#### ARTICLE IX

##### BYLAWS

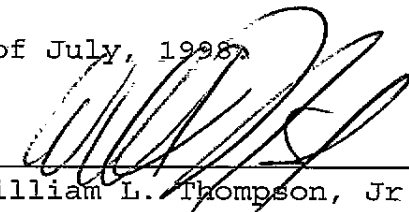
Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

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 Bylaw 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 30<sup>th</sup> day of July, 1998.

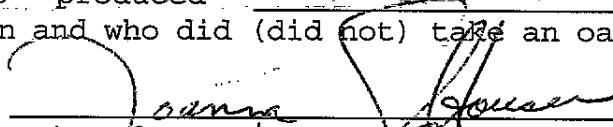
  
\_\_\_\_\_  
(SEAL)  
William L. Thompson, Jr.

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30 day of July, 1998, by William L. Thompson, Jr., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.



Joanna G. Houser  
MY COMMISSION # CC591906 EXPIRES  
October 12, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.  
(SEAL)

  
\_\_\_\_\_  
Print Name: Joanna G. Houser  
Notary Public, State of Florida  
My Commission expires: 10-12-00  
Commission Number: CC591906

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
\_\_\_\_\_, INC.

Pursuant to Sections 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 William L. Thompson, Jr., 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 One Independent Drive, Suite 3131, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 30<sup>th</sup> day of July, 1998.

  
\_\_\_\_\_  
William L. Thompson, Jr.

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FILED  
98 JUL 31 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA