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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 21, 1998

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: POST STREET OF JACKSONVILLE, INC. Ref. Number: W98000023924

We have received your document for POST STREET OF JACKSONVILLE, INC. and your check(s) totaling \$78.75. 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) 487-6927.

Tracy Smith Document Specialist

Letter Number: 798A00051974



# ARTICLES OF INCORPORATION OF POST STREET Holdings; Inc.

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The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

# ARTICLE I <u>Name</u>

The name of the corporation is POST STREET Holdings, Inc.

# ARTICLE II Principal Office

The principal office and mailing address of the corporation shall be 3030 Hartley Road, Suite 100, Jacksonville, FL 32257.

# ARTICLE III Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE IV Nature of Business

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

#### ARTICLE V Capital Stock

(a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$.01 per share.

(b) <u>Preemptive Rights</u>. Shareholders shall have no preemptive rights.

(C) <u>Cumulative Voting</u>. Cumulative voting shall not be permitted.

(d) <u>Restrictions on Transfer of Stock</u>. 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 VI Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 200 West Forsyth Street, Suite 1400, Jacksonville, FL 32202, and the name of the initial registered agent of this corporation at that address is John G. Metcalf.

## ARTICLE VII Directors

(a) <u>Number</u>. This corporation shall have one (1) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) <u>Initial Directors</u>. The name and street address of the members of the first board of directors of the corporation are:

Jamie A. Rood 3030 Hartley Road, Suite 100 Jacksonville, FL 32257

(C) <u>Compensation</u>. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(d) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

# ARTICLE VIII Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

# ARTICLE IX Incorporator

The name and street address of the incorporator of this corporation is:

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Jamie A. Rood 3030 Hartley Road, Suite 100 Jacksonville, FL 32257

# ARTICLE X Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the Bt day of October, 1998.

Jamie

STATE OF FLORIDA } }SS COUNTY OF DUVAL 3 The foregoing instrument was acknowledged before me this day of October, 1998, by JAMIE A. ROOD. (Print Name NOTARY PUBLIC State of at Large Commission # My Commission Expires: ELEANOR HOLLY DEPIESSE Notary Public, State of Florida My Comm. Expires May 24, 2000 No. CC 544140 Florida Thru Offictual Metary Service 1=(996) 723-0121 Personally known or Produced I.D. [check one of the above] Type of Identification Produced

Α.

Rood

# CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, <u>FLORIDA STATUTES</u>, THE FOLLOWING IS SUBMITTED:

POST STREET Holdings, Inc., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS NAMED JOHN G. METCALF, LOCATED AT 200 WEST FORSYTH STREET, SUITE 1400, JACKSONVILLE, FL 32202, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Α. Rood J/amie/ Datéd: October 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE 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.

ohn G. Metcalf Dated: October (<sup>2</sup> 1998

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