

P98000093428



UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, FL 32301  
(850) 681-6528

**HOLD**

**FOR PICKUP BY  
UCC SERVICES**

OFFICE USE ONLY (Document #)

701568

700002679637--8

-11/04/98--01001--005

\*\*\*\*350.00 \*\*\*\*78.75

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

VCP - San Marco Inc.

File 1st

☐ Walk In

☐ Pick Up Time

☒ Certified Copy

☐ Mail Out

☐ Certificate of Status

☐ Will Wait

☐ Certificate of Good Standing

☐ Photocopy

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

**RUSH**

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

98 NOV -3 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

NOV 04 1998

ARTICLES OF INCORPORATION  
OF  
VCP-SAN MARCO, INC.

FILED  
98 NOV -3 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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  
Name

The name of the corporation is VCP-San Marco, 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) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of \$.01 per share.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. 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 3030 Hartley Road, Suite 100, Jacksonville, FL 32257, and the name of the initial registered agent of this corporation at that address is Mark T. Farrell.

**ARTICLE VII**  
**Directors**

(a) Number. 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) Initial Directors. The name and street address of the sole member of the first board of directors of the corporation is:

John D. Rood  
3030 Hartley Road, Suite 100  
Jacksonville, FL 32257

(c) Compensation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(d) Indemnification. 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**

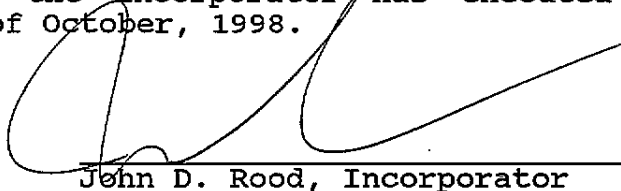
The name and street address of the incorporator of this corporation is:

John D. 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 26<sup>th</sup> day of October, 1998.



John D. Rood, Incorporator

STATE OF FLORIDA       }  
                                  }SS  
COUNTY OF DUVAL       }

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of October, 1998, by John D. Rood.



(Print Name \_\_\_\_\_)  
NOTARY PUBLIC  
State of Florida at Large  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

Personally known   X    
or Produced I.D. \_\_\_\_\_  
[check one of the above]

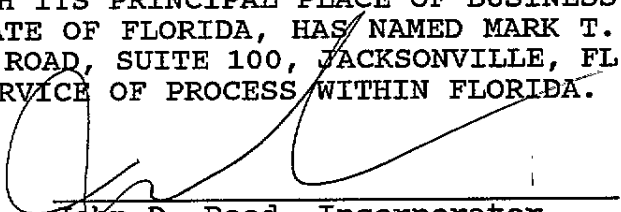
Type of Identification Produced \_\_\_\_\_



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

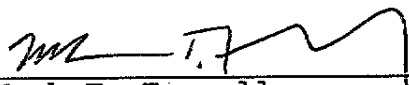
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

VCP-SAN MARCO, 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 MARK T.  
FARRELL, LOCATED AT 3030 HARTLEY ROAD, SUITE 100, JACKSONVILLE, FL  
32257, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
John D. Rood, Incorporator

Dated: October 26, 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.

  
Mark T. Farrell.

Dated: October 26, 1998.

FILED  
98 NOV -3 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA