

P98000/03107

Transmittal Letter

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-11/16/98--01031--016
*****70.00 *****70.00

Subject:

Enclosed you will find an original and one copy of the Article of Incorporation and a check for \$70.00. Please return the photocopy to me with the filing date stamped on it.

From: Aross Y. Guiragossian
12508 Willoughby Lane
Jacksonville, Florida 32225

FILED
98 DEC 10 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

598-26240
B. REGISTER DEC 10 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1998

AROSS Y. GUIRAGOSSIAN
12508 WILLOUGHBY LANE
JACKSONVILLE, FL 32225

SUBJECT: A.Y. GUIRAGOSSIAN, INC.
Ref. Number: W98000026240

We have received your document for A.Y. GUIRAGOSSIAN, 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):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 098A00055805

**Articles of Incorporation
of
A.Y. Guiragossian, Inc.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

Article I: Name of Corporation

The name of the corporation shall be A.Y. Guiragossian, Inc.

Article II: Nature of Business

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

Article III: Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

Article IV: Address of Principal Office

The street address of the initial registered and principal office of the corporation shall be 12508 Willoughby Lane, Jacksonville, Florida and the name of the initial Registered Agent for the corporation at that address is Aross Y. Guiragossian.

Article V: Special Provisions

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

Article VI: Term of Existence

This corporation shall exist perpetually.

Article VII: Limitations of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of him being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VIII: Self Dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Aross Y. Guiragossian, President
Aross Y. Guiragossian, Vice President
Aross Y. Guiragossian, Secretary
Aross Y. Guiragossian, Treasurer

Article X: Incorporator

The name and address of the incorporator is:

Aross Y. Guiragossian
12508 Willoughby Lane
Jacksonville, Florida 32225

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10 date of NOVEMBER, 1998.

Incorporator: Aross Guiragossian

Seal



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of section 607.051, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the State of Florida.

The name of this corporation is:

A.Y. Guiragossian, Inc.

The name and address of the Registered Agent and Office is:

Aross Y. Guiragossian
12508 Willoughby Lane
Jacksonville, Florida 32225

SIGNATURE

TITLE:

DATE:

[Handwritten Signature]
PRES.

Nov. 10 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

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TALLAHASSEE, FLORIDA