

P99000002160

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100002733711--1  
-01/07/99--01082--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: DOWNTOWN EMPORIUM OF JACKSONVILLE, INC.  
(Proposed Corporate Name)

Enclosed is an original and (1) copy of the Articles of Incorporation and our check  
for \$ 70.00.

FROM:

DEVRY E. DEWAN, CPA  
7006 ATLANTIC BLVD.  
JACKSONVILLE, FL. 32211-8706  
(904) 725-2895

FILED  
99 JAN -7 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

B. BROCK JAN 8 1999

OF

# *Downtown Emporium of Jacksonville Inc*

## ARTICLE I - NAME

The name of this corporation is: *Downtown Emporium of Jacksonville, Inc.*

## ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

## ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

## ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

## ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE, MAILING OFFICE, AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is *7006 ATLANTIC BLVD,*

*JACKSONVILLE FLA. 32211*

The name of the initial registered agent of this corporation is

*EDWARD K Houry*

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

NAME

*EDWARD K Houry*

ADDRESS

*7006 ATLANTIC BLVD,  
JACKSONVILLE, FLA. 32211*

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99 JAN - 7 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NAME

Edward Khoury

ADDRESS

7006 ATLANTIC Blvd.  
JACKSONVILLE, FLA. 32211

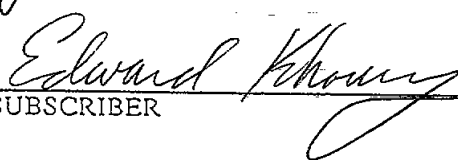
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4<sup>TH</sup> day of JANUARY, 1999.

  
\_\_\_\_\_  
SUBSCRIBER

\_\_\_\_\_  
SUBSCRIBER

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF A CORPORATION  
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:

FIRST - That *DOWNTOWN EMPORIUM OF JACKSONVILLE, INC.*

desiring to organize or qualify under the laws of the State of Florida, with its principal place of  
business at the City of Jacksonville, State of Florida, has named *EDWARD KHOURY*

located at *7006 ATLANTIC BLVD. JACKSONVILLE, FLA.*, Jacksonville, Florida  
*32211*, as its agent to accept service of process within Florida.

SIGNATURE

*Edward Khoury*

TITLE:

PRESIDENT

DATE:

*1-4-99*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
CAPTIONED 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  
PERFORMANCE OF MY DUTIES.

SIGNATURE

*Edward Khoury*  
REGISTERED AGENT

DATE:

*1-4-99*

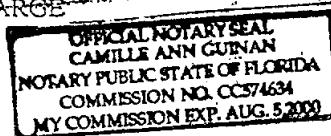
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and  
County set forth above, personally appeared EDWARD K Houry

known to be and known by me to be the persons who executed the foregoing Articles of  
Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the  
State and County aforesaid, this 4<sup>TH</sup> day of JANUARY, 1999.

Camille Ann Guinan  
NOTARY PUBLIC, STATE OF FLORIDA,  
AT LARGE



FILED  
99 JAN -7 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA