

P99000003672



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 084805 9960A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 PM 12:45

ORDER DATE : December 31, 1998

ORDER TIME : 10:30 AM

ORDER NO. : 084805-010

200002727822--3
-12/31/98--01048--006
*****78.75 *****78.75

CUSTOMER NO: 9960A

CUSTOMER: David H. Peek, Esq
PEEK, COBB, EDWARDS & ASHTON
PEEK, COBB, EDWARDS & ASHTON
Suite 1609
1301 Riverplace Boulevard
Jacksonville, FL 32207

DOMESTIC FILING

NAME: JAX COLD STORAGE COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

2540

W99-69

8/13/99
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 PM 12:45

January 4, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: JAX COLD STORAGE COMPANY
Ref. Number: W99000000069

RESUBMIT

Please give original
submission date as file date.

We have received your document for JAX COLD STORAGE COMPANY.
However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 599A00000101

RECEIVED
99 JAN 12 PM 3:07
DIVISION OF CORPORATION

**AFFIDAVIT REGARDING
DISSOLUTION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 DEC 31 PM 12:45

BEFORE ME, the undersigned authority personally appeared Jeffrey C. Spence, who being first duly sworn, declared as follows:

1. He is the president of Jax Cold Storage Company, a Florida corporation.
2. Jax Cold Storage Company was dissolved on December 31, 1998, pursuant to Articles of Dissolution.
3. There will not be a revocation of the dissolution of Jax Cold Storage Company.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

JAX COLD STORAGE COMPANY

By: _____

Jeffrey C. Spence, President

Sworn to and subscribed before me
this 11th day of January, 1999.

Shirley M. Hart
Print name: SHIRLEY M. HART

Notary Public, State of
Florida at Large

My commission expires: May 8, 1999

My commission number is: CC 460704

Personally known ☒ OR Produced Identification ☐

Type of Identification Produced _____

EFFECTIVE DATE

01/01/99

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

JAX COLD STORAGE COMPANY

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.1 Name and Place of Business. The name of this corporation is Jax Cold Storage Company with its principal place of business at 1814 Industrial Boulevard, Jacksonville, Florida 32254.

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on January 1, 1999.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,500 shares of voting common stock having a par value of \$100.00 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 1301 Riverplace Boulevard, Suite 1609, Jacksonville, Florida 32207 and the name of the initial registered agent of this corporation at that address is David H. Peek.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Carlton H. Spence	1814 Industrial Boulevard Jacksonville, Florida 32254
Jeffrey C. Spence	1814 Industrial Boulevard Jacksonville, Florida 32254

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of 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 board of directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

Address

David H. Peek

1301 Riverplace Blvd., Suite 1609
Jacksonville, Florida 32207

IN WITNESS WHEREOF, the incorporator has executed these Articles the 30
day of December, 1998.



David H. Peek

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30th day of
December, 1998, by David H. Peek, who is personally known to me or has produced the
identification referenced below and who did not take an oath.



B KAYE BARNAUSKAS
My Commission CC433270
Expires Jan 12, 1999
Bonded by HAI
800-422 1555



Print: B. KAYE BARNAUSKAS

Notary Public, State and County
Aforesaid.

My Commission Expires: _____

Identification: PERSONALLY KNOWN

594201/94507

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DIVISION OF CORPORATIONS
98 DEC 31 PM 12:45

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.



David H. Peek

Dated: December 30, 1998