

P99000051007

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Hudson Morgan Investments
Inc.

400002896334--2

-06/07/99--01064--016

****122.50 *****78.75

Please send
refund application

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☒ Annual Report / Reinstatement

☐ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN -7 AM 11:56

FILED

RECEIVED

1999 JUN -7 AM 11:19

R. Purinton JUN -7 1999

FILED

1999 JUN -7 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Hudson Morgan Investments, Inc.

ARTICLE I - NAME

The name of this corporation is *Hudson Morgan Investments, Inc.*

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be
9316 Thurloe Place, Orlando, Florida 32827.

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock which the Corporation has the authority to issue is ONE HUNDRED AND FIFTY (150) shares, which shall consist of ONE HUNDRED (100) shares of Class A Voting Common Stock with a par value of ONE DOLLAR (\$1.00) per share, and FIFTY (50) shares of Class B Non-Voting Common Stock with a par value of ONE DOLLAR (\$ 1.00) per share. Each holder of Class A Voting Common Stock shall have one vote with respect to each share of such stock held by him or her of record on the books of the Corporation on matters voted upon by the shareholders. Each holder of Class B Non-Voting Common Stock will be afforded no voting rights but shall have all other rights of a holder of common stock, including rights to a proportionate share of dividends and other distributions made on account of common stock of the Corporation. It is hereby approved and adopted as the certificate to represent shares of stock of the Corporation with the additional wording

"THE TRANSFER OR ENCUMBRANCE OF THE SHARES OF STOCK REPRESENTED BY THIS CETIFICATE IS RESTRICTED UNDER THE TERMS OF A SHAREHOLDERS' AGREEMENT, TOGETHER WITH ANY AMENDMENTS THERETO, A COPY OF WHICH IS ON FILE AT THE OFFICE OF THE CORPORATION."

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9316 Thurloe Place,

Orlando, Florida 32827, and the name of the initial registered agent of this corporation at that address is Mr. Clifford Rees Morgan II.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). Additional members of the Board of Directors will be elected at the Initial Meeting. Hudson Morgan Investments, Inc will be governed by its Board of as outlined in its By-laws and Shareholders Agreement. Hudson Morgan Investments, Inc Shareholders Agreement will be defined and agreed upon at the Initial Meeting. Major decisions and policy as outlined in the Shareholders agreement will require a majority affirmative vote by its Class A voting stock. The name and address of the initial director is as follows:

Mr. Clifford Rees Morgan II
9316 Thurloe Place
Orlando, Florida 32827

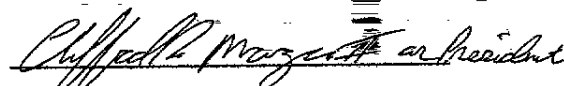
Mr. Arthur J. Hudson
9155 Sloane Street
Orlando, Florida 32827

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Mr. Clifford Rees Morgan II
9316 Thurloe Place
Orlando, Florida 32827

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1th day of June, 1999.




Mr. Clifford Rees Morgan II

Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Hudson Morgan Investments, Inc.


Mr. Clifford Rees Morgan II
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN -7 AM 11:56

FILED