

TRANSMITTAL LETTER

P99000060778

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

SUBJECT: ACPM Florida, Inc
(Proposed corporate name - must include suffix)

700002925687--5
-07/08/99--01003--017
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: PAUL LAMBERT
Name (Printed or typed)

1114 EAST PARK Ave
Address

Tallahassee FL 32301-26
City, State & Zip

850 224-5353
Daytime Telephone number

RECEIVED

01 JUL 7 PM 4:10

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL -7 PM 4:27

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
ACPM Florida, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

93 JUL -7 PM 4:27

APPROVED
AND
FILED

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

ARTICLE I - Name

The name of the corporation is ACPM Florida, Inc.
The principal place of business is 7552 Navarre Pkwy., Ste. 1
Navarre, Fl. 32566-7312

ARTICLE II - Commencement and Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital

The corporation is authorized to issue fifty thousand (50000) shares of one dollar (\$1.00) par value common stock.

Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is

ARTICLE VI - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE VII - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE IX - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Richard A. Clinchy, III, President and Treasurer
7552 Navarre Parkway, Suite 1
Navarre, FL 32566-7312

ARTICLE X - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1114 E. Park Avenue, Tallahassee, FL 32301 and the name of the initial registered agent of the corporation at the address is Paul Watson Lambert.

determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.


The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The names and street addresses of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have been qualified shall be:

Richard A. Clinchy, III, President and Treasurer
7552 Navarre Parkway, Suite 1
Navarre, FL 32566-7321

Nancy A. Clinchy, III, Vice President and Secretary
7552 Navarre Parkway, Suite 1
Navarre, FL 32566-7321

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 30th day of June 1999.


Richard A. Clinchy, III

STATE OF FLORIDA
COUNTY OF SANTA ROSA

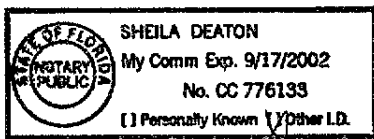
Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared RICHARD A. CLINCHY, III, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of June 1999.


Notary Public

State of Florida at Large

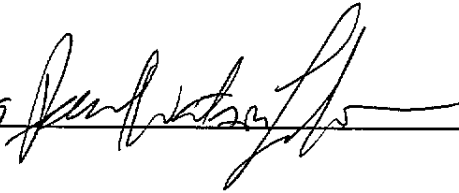
My Commission Expires: 9/17/2002



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Date: 7/7/59



REGISTERED AGENT:

Paul Watson Lambert

Prepared by:

Paul Watson Lambert
Attorney-at-Law
1114 East Park Avenue
Tallahassee, FL 32301-2651
850 224-9393

09 JUL -7 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED