

P99000079017
CAPITAL CONNECTION, INC.

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

N.C. Ventures II, Inc

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-09/02/99-01005--020
****157.50 *****78.75

File 2nd

2545
W99-20443

Signature _____

Requested by: cy

Name _____

Date 9/2

Time 9:38

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 _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED

SEP 11 11:02 AM
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 SEP -2 AM 10:02

99 SEP -3 PM 3:55



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -3 PM 3:55

September 2, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET #1
TALLAHASSEE, FL 32302

SUBJECT: N.C. VENTURES II, INC.
Ref. Number: W99000020443

We have received your document for N.C. VENTURES II, INC.. 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 an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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: 299A00043898

RECEIVED
99 SEP -3 AM 10:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Corrected

ARTICLES OF INCORPORATION

OF

N.C. Mountainside Ventures II, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -3 PM 3:55

Pursuant to the provisions of Chapter 607, Florida Statutes, 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

Section 1.1. Name. The name of the corporation is N.C. Mountainside Ventures II, Inc.

ARTICLE II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

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 of America 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 500 shares of voting common stock having a par value of \$1.00 per share.

The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is 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 consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

Principal Office

The principal office and mailing address of the corporation is 9471 Baymeadows Road, Suite 403, Jacksonville, Florida 32256.

ARTICLE VI

Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 9471 Baymeadows Road, Suite 403, Jacksonville, Florida 32256, and the name of the initial registered agent of this corporation is Charles F. Atkerson, Jr., whose address is 9471 Baymeadows Road, Suite 403, Jacksonville, Florida 32256.

ARTICLE VII

Directors

Section 7.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one.

Section 7.2. Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

Charles F. Atkerson, Jr.	9471 Baymeadows Road, Suite 403 Jacksonville, Florida 32256
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Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Officers

Section 8.1 Initial Officers. The names and addresses of the initial officers of the corporation are as follows:

Charles F. Atkerson, Jr. President
9471 Baymeadows Road, Suite 403
Jacksonville, Florida 32256

Serena Wakefield Vice President
9471 Baymeadows Road, Suite 403
Jacksonville, Florida 32256

Charles F. Atkerson, Jr. Secretary/Treasurer
9471 Baymeadows Road, Suite 403
Jacksonville, Florida 32256

ARTICLE IX

Bylaws

Section 8.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors by majority vote, 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 directors.

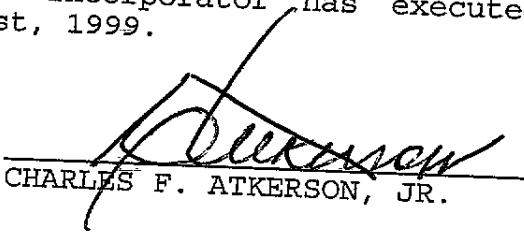
ARTICLE X

Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

Charles F. Atkerson, Jr. 9471 Baymeadows Road, Suite 403
Jacksonville, Florida 32256

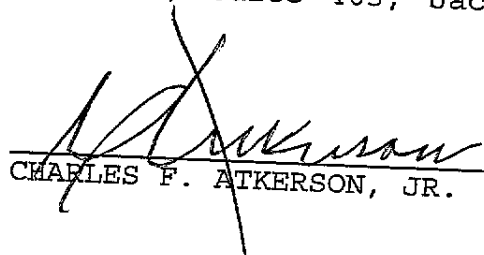
IN WITNESS WHEREOF, the incorporator has executed these Articles the 25th day of August, 1999.


CHARLES F. ATKERSON, JR.

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLORIDA STATUTES, Sections 48.091 and 607.0501, the following is submitted:

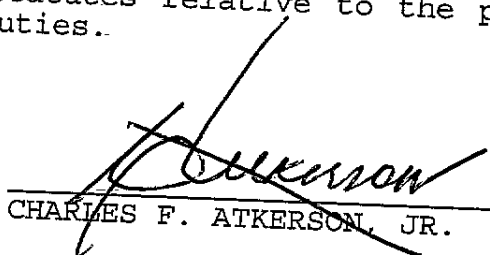
N.C. Mountainside Ventures II, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates Charles F. Atkerson, Jr. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 9471 Baymeadows Road, Suite 403, Jacksonville, Florida 32256.


CHARLES F. ATKERSON, JR.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -3 PM 3:55

Dated: August 25, 1999. —


Having been named to accept service of process for the above stated 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 and complete performance of my duties.


CHARLES F. ATKERSON, JR.

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 25th day of August, 1999, by Charles F. Atkerson, Jr., who is personally known to me.


Notary Public



Eva S. Adams
MY COMMISSION # CC621092 EXPIRES
February 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.