

**P99000110691**

LAW OFFICES OF  
**WILLIAM A. HAMILTON, III**  
PROFESSIONAL ASSOCIATION  
4729 HIGHWAY 17, SUITE 203  
ORANGE PARK, FLORIDA 32073

William A. Hamilton, III  
Frederic A. Buttner, III

December 14, 1999

Telephone (904) 278-3888  
Telefax (904) 278-3880

DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

500003075285--6  
-12/20/99--01091--009  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

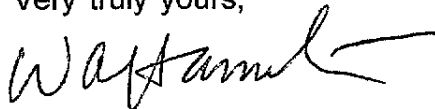
Re: ESA PROPERTIES, INC.

EFFECTIVE DATE  
1-1-00

Dear Sir:

Enclosed herewith, please find the original and one copy for returning of the Articles of Incorporation on the above captioned along with our filing fee of \$122.50.

Very truly yours,



William A. Hamilton, III

WAH:sa  
enclosure

FILED  
99 DEC 20 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-27  
100

**ARTICLES OF INCORPORATION  
OF  
ESA PROPERTIES, INC.**

FILED  
99 DEC 20 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**

**EFFECTIVE DATE**  
1-1-00

Section 1.1 Name. The name of the corporation is: ESA PROPERTIES, INC.

**ARTICLE II**

**DURATION**

Section 2.1 Duration. The corporation shall exist perpetually. Corporate existence shall commence on January 1, 2000.

**ARTICLE III**

**PURPOSE**

Section 3.1 Purpose. 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 10,000 shares of common stock having a par value of \$ .10 per share. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the board of directors; provided, however, that in the event such designation is not specifically made

by the board of directors, said stock shall be deemed voting.

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 Approval of Shareholders Required for Merger. The approval of a majority of the holders of Common Stock of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

## **ARTICLE V**

### **INITIAL REGISTERED OFFICE AND AGENT PRINCIPAL OFFICE**

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 7203 San Pedro Road, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at that address is EMIL S. ARAMOONIE. The principal address of the corporation is 7203 San Pedro Road, Jacksonville, Florida, 32217.

## **ARTICLE VI**

### **DIRECTORS**

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

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

EMIL S. ARAMOONIE  
7203 San Pedro Road  
Jacksonville, FL 32217

Section 6.3 Compensation. The Board of Directors is hereby specifically authorized to make provisions 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 therefore in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents 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 subjected 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 is:

EMIL S. ARAMOONIE  
7203 San Pedro Road  
Jacksonville, FL 32217

## ARTICLE IX

### AMENDMENT

Section 9.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 10 day of December, 1999.


  
\_\_\_\_\_  
EMIL S. ARAMOONIE

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

In compliance with Florida Statutes 48.091 and 607.0501, the following is submitted:

ESA PROPERTIES, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates EMIL S. ARAMOONIE as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be: 7203 San Pedro Road, Jacksonville, Florida 32217.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agreed to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties.

  
Name: EMIL S. ARAMOONIE  
Date: December 10, 1999

FILED  
99 DEC 20 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF CLAY

The foregoing instrument was acknowledged before me by EMIL S. ARAMOONIE, who is personally known to me, this 10 day of December, 1999.

  
WILLIAM A. HAMILTON, III  
NOTARY PUBLIC  
My commission expires: