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FILED
95 APR -6 PM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 23, 1995

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida
32314

Gentlemen:

Enclosed are the Articles of Incorporation for - HIGHSMITH & WRENN, INC. and a check for \$122.50 to cover the filing fees and certification fees.

If any further information is needed, please contact me by phone at 904-389-8582 rather than returning the application. Should you need to return the application, please return it to:

Mr. E. Lynn Sutton
2725 College Street
Jacksonville, Florida
32205

Thank You.

APR 7 1995 BSB

Respectfully,


E. Lynn Sutton, E.A.

Enclosures: 1

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**ARTICLES OF INCORPORATION
OF
HIGHSMITH & WRENN, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be HIGHSMITH & WRENN, INC.
1422 SAN MARCO BLVD.
JACKSONVILLE, FL 32207

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done with issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4127 TOBIN DRIVE JACKSONVILLE, FLORIDA 32257 and the name of the initial registered agent of this corporation at this address is PATRICIA J. HIGHSMITH.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE Director constituting the initial Board of Directors. The number of directors may be increased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name/names and address/addresses of the initial Board of Directors of the corporation is:

PATRICIA J. HIGHSMITH 4127 TOBIN DRIVE
JACKSONVILLE, FLORIDA 32257

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

PATRICIA J. HIGSMITH 4127 TOBIN DRIVE
JACKSONVILLE, FLORIDA 32257

ARTICLE IX - OFFICERS

The name/names and address/addresses of the Officers of this Corporation who will hold office on the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTOR, PATRICIA J. HIGSMITH
4127 TOBIN DRIVE
JACKSONVILLE, FLORIDA 32257

DIRECTOR, JULIE L. WRENN
4127 TOBIN DRIVE
JACKSONVILLE, FLORIDA 32257

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Office of Director or any former office or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 25 day of MARCH, 1995.

Patricia J. Highsmith
PATRICIA J. HIGSMITH

STATE OF FLORIDA

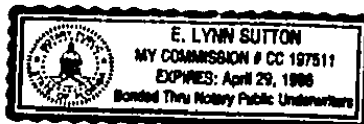
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared PATRICIA J. HIGSMITH known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State of Florida, and County of Duval above, this 25 day of MARCH, 1995.

E. Lynn Sutton
Notary Public

My Commission Expires:



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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

**THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.901, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:**

**FIRST THAT HIGHSMITH & WRENN, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL BUSINESS AT CITY OF JACKSONVILLE, STATE OF FLORIDA, HAS
NAMED PATRICIA J. HIGHSMITH, LOCATED AT 4127 TOBIN DRIVE, CITY OF
JACKSONVILLE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.**

SIGNATURE

Patricia J. Highsmith

TITLE: PRESIDENT

DATE: March 23, 1995

**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.**

SIGNATURE

Patricia J. Highsmith
(RESIDENT AGENT)

DATE: March 23, 1995