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DIVISION OF CORPORATION

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TALLAHASSEE FLORIDA



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**HOLD**  
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June 17, 2005

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Hill Land Holdings, Inc.

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION**  
**OF**  
**HILL LAND HOLDINGS, INC.**

**FILED**  
**05 JUN 17 PM 3:04**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

**These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.**

**ARTICLE 1. NAME.**

**The name of this corporation shall be named and known as HILL LAND HOLDINGS, INC.**

**ARTICLE 2. DURATION.**

**The corporation shall commence upon the filing of these Articles of Incorporation and shall have perpetual existence thereafter.**

**ARTICLE 3. PURPOSE.**

**The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may from time to time be amended.**

**ARTICLE 4. CAPITAL STRUCTURE.**

**The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and having a par value of \$1.00.**

**ARTICLE. 5. INITIAL REGISTERED AGENT & OFFICE.**

**The name of the initial registered agent of the corporation at its initial registered office, and the street address and the mailing address of its initial principal office, is as follows:**

**Denis Hill  
993 N. Town & River Drive  
Ft. Myers, FL 33919**

**ARTICLE 6. DIRECTORS.**

**The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased and decreased from time to time by Bylaws, but shall never be less than one (1). The corporation shall have one (1) Director initially, and the name and address of that initial Director is as follows:**

**Denis Hill  
993 N. Town & River Drive  
Ft. Myers, FL 33919**

**ARTICLE 7. PREEMPTIVE RIGHTS.**

**Each shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.**

**ARTICLE 8. BYLAWS.**

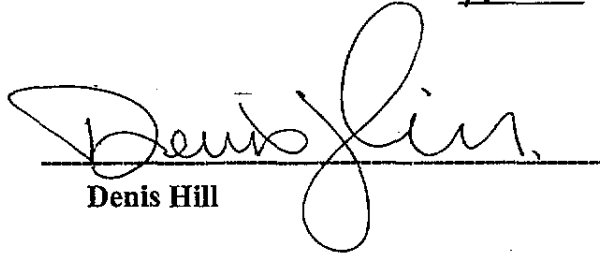
**The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaw, adopted, altered, amended or repealed by the shareholder of the corporation may not be repealed, altered, amended or re-adopted by the Board of Directors if shareholders so provided.**

**ARTICLE 9. INCORPORATORS.**

**The name and address of the person signing these Articles of Incorporation is  
As follows:**

**Denis Hill  
993 N. Town & River Drive  
Ft. Myers, FL 33919**

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent and incorporator for said corporation and the registered agent and incorporator signature. In witness whereof, the person executing these Articles of Incorporation has caused his hand and seal to be set this 15<sup>th</sup> day of JUNE, 2005.

  
\_\_\_\_\_  
Denis Hill

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

05 JUN 17 PM 3:04

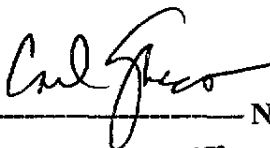
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STATE OF FLORIDA

County of Lee

Before me personally appeared Denis Hill, the individual described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state this, 15<sup>th</sup> day of JUNE, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC

