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FRANKLIN H. WATSON, P.A.

ATTORNEY AT LAW

5365 E. COUNTY HIGHWAY 30-A, SUITE 105

SEAGROVE BEACH, FL 32459

PH: (850) 231-3465 • FAX: (850) 231-3475

February 22, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

**SUBJECT: KB PROPERTIES, INC.**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for the amount of \$78.75, Filing Fee and Certificate.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact me at 850-231-3465.

**FROM: FRANKLIN H. WATSON, P.A.**  
5365 E. Highway 30-A  
Suite 105  
Seagrove Beach, FL 32459  
Phone: 850-231-3465

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB 21 PM 1:01

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

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DIVISION OF CORPORATIONS  
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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I  
Name**

The name of this corporation is: KB PROPERTIES, INC.

**ARTICLE II  
Duration**

This corporation shall exist perpetually.

**ARTICLE III  
Corporate Purpose**

This corporation is organized to transact any or all lawful business for which the corporation may be incorporated pursuant to Chapter 607, Florida Statutes, or any other applicable laws of the State of Florida.

**ARTICLE IV  
Principal Office/Mailing Address**

The street address of the initial principal office is: 394 N. Andalusia, Seagrove Beach, FL 32459.

**ARTICLE V  
Capital Stock**

This corporation is authorized to issue Two Thousand (2000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE VI  
Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

**ARTICLE VII**  
**Stockholder and Corporation Option to Purchase Stock**

In case a shareholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the shareholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

**ARTICLE VIII**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 5365 E. COUNTY HWY 30-A, SUITE 105, SEAGROVE BEACH, FL 32459; the name of the initial registered agent of this corporation at that address is: FRANKLIN H. WATSON, P.A.

**ARTICLE IX**  
**Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws.

**ARTICLE X**  
**Initial Officers**

The corporation shall have the following officer; KENNETH E. BATUR, who shall be elected by a majority vote of the directors.

**ARTICLE XI**  
**Incorporators**

The name and address of the incorporator is: FRANKLIN H. WATSON, P.A., 5365 E. COUNTY HWY 30-A, SUITE 105, SEAGROVE BEACH, FL 32459.

**ARTICLE XII**  
**Action by Directors Without a Meeting**

The directors of this corporation may take action by written consent, as provided by law.

**ARTICLE XIII**  
**Amendment**

This corporation reserves the right to amend or repeal any amendment hereto, and any right,

conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18<sup>th</sup> day of February 2000.

Franklin H. Watson  
Franklin H. Watson

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February 2000, by Franklin H. Watson, who is personally known to me.

WITNESS my hand and seal this 18<sup>th</sup> day of February 2000.



Shannon D Brantley  
My Commission CC874255  
Expires September 26, 2003

Affix Seal

Shannon D Brantley  
Name: \_\_\_\_\_  
Notary Public  
My commission expires: \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB 21 PM 1:01

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

FIRST -- That KB PROPERTIES, INC., with its principal place of business at 394 N. Andalusia, Seagrove Beach, FL 32459, has named **Franklin H. Watson, P.A.**, located at 5365 E. County Hwy 30-A, Suite 105, Seagrove Beach, FL 32459 as its agent to accept service of process within the State of Florida.

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, and I accept the duties and obligations of Section 607.0501 Florida Statutes.

Date: Feb. 18, 2000

**FRANKLIN H. WATSON, P. A.**

Franklin H. Watson (L)  
Franklin H. Watson, President