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June 8 2000

VIA FEDERAL EXPRESS

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-06/09/00-01057-014  
\*\*\*\*\*18.75 \*\*\*\*\*18.75

Mr. John Hall  
Halls Delivery Service  
464 Freddie Martin Drive  
Tallahassee, FL 32301

Re: FELL'S COVE, INC.  
FELL'S COVE, LTD.

John Hall  
681-0619

Dear John:


Enclosed please find original and one copy of Articles of Incorporation for Fells Cove, Inc., together with check in the amount of \$78.75 representing filing fee of \$35, registered agent fee of \$35, and certified copy of \$8.75.

Also enclosed is original and one copy of Certificate of Limited Partnership for Fells Cove, Ltd., together with check in the amount of \$140.00 representing filing fee of \$52.50, registered agent fee of \$35 and certified copy of \$52.50.

Please file with the Secretary of State's office, and wait for the certified copies and return to us by Federal Express (airbill enclosed).

If you have any questions, please feel free to call.

Very truly yours,

  
Barbara J. Coad, PLS  
Secretary to Thomas R. Allen

Enclosures

RECEIVED  
JUN - 9 PM 1:06  
FILED  
JUN - 9 PM 1:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

File 1<sup>st</sup>

T. SMITH JUN 09 2000

# ARTICLES OF INCORPORATION

OF

FELLS COVE, INC.

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

## ARTICLE I NAME

The name of this corporation is **FELLS COVE, INC.**

## ARTICLE II DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

## ARTICLE III GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

## ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with One Dollar (\$1.00) par value. The directors of the corporation are authorized and empowered to issue the capital stock of the corporation as they in their discretion shall determine.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V**  
**NO PREEMPTIVE RIGHTS**

The preemptive right to purchase additional shares or any other securities of this corporation is expressly denied to all shareholders of all classes.

**ARTICLE VI**  
**PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office and initial registered office of the corporation is 401 W. Colonial Drive, Suite 7, Orlando, Florida 32804, and the name of the initial registered agent of this corporation at that address is Jeffrey B. Fuqua.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

- A. This corporation shall have four (4) directors initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

JEFFRY B. FUQUA  
President

401 Ferguson Drive  
Orlando, Florida 32805

WILLIAM H. MacARTHUR  
Sr. Vice President

401 W. Colonial Drive, Suite 7  
Orlando, Florida 32804

JAMES H. FANT  
Sr. Vice President/Secretary/Treasurer

401 W. Colonial Drive, Suite 7  
Orlando, Florida 32804

FRANK CAWTHON  
Sr. Vice President

401 W. Colonial Drive, Suite 7  
Orlando, Florida 32804

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the Incorporator of this corporation is:

JAMES H. FANT

401 W. Colonial Drive, Suite 7  
Orlando, Florida 32804

**ARTICLE IX**  
**BY-LAWS**

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

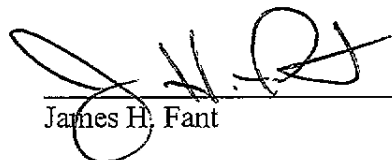
**ARTICLE X**  
**INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE XI**  
**AMENDMENTS**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 1st day of June, 2000.

  
\_\_\_\_\_  
James H. Fant

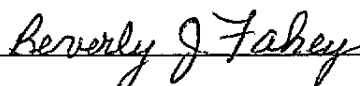
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 1st day of June, 2000, by JAMES H. FANT, who is personally known to me or who produced N/A as identification.

My Commission Expires:



BEVERLY J. FAHEY  
My Comm Exp. 6/21/00  
Bonded By Service Ins  
No. CC562830  
☒ Personally Known    ☐ Other ID

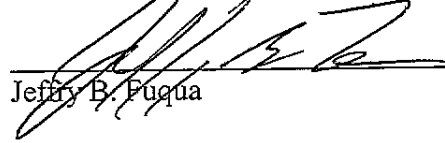
  
\_\_\_\_\_  
Print \_\_\_\_\_  
Notary Public

**Beverly J. Fahey**

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent for the above-stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:

  
Jeffrey B. Fuqua

FILED  
00 JUN -9 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA