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ATTORNEY AT LAW

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REGISTERED GENERAL PRACTICE

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

November 21, 2000

Re: M.V.C.B. OF LAKE COUNTY, INC.

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation for M.V.C.B. OF LAKE COUNTY, INC. and a check in the amount of \$87.50 for the filing fee, certified copy and certificate of status for the above corporation.

Please forward the certified copy and certificate of status directly to this office.

Should there be any questions in this regard, please advise.

Very truly yours,



JEFFERSON G. RAY, III
JGRIII:wr
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
M.V.C.B. OF LAKE COUNTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is M.V.C.B. OF LAKE COUNTY, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business permitted under the laws of the United States of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock, having a nominal or par value of \$10.00 per share.

ARTICLE IV - VOTING

At all meetings of the Stockholders, cumulative voting shall be allowed as provided by the laws of the State of Florida, and each Stockholder may vote by written proxy. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 31522 Corbett Avenue, Tavares, Florida, 32778, and the name of the initial registered agent of this corporation at that address is MICHAEL W. BEAUMONT.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

President - Michael W. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

Vice-President - Michael W. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

Secretary - Vanessa R. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

Treasurer - Michael W. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

Michael W. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

Vanessa R. Beaumont
31522 Corbett Avenue
Post Office Box 76
Tavares, FL 32778

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon unless all the directors and all the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - COMPENSATION

The corporation shall have the power to enact appropriate provisions in its bylaws authorizing the Directors, and each of them to fix their own compensation, and/or bonus, and/or pension and setting forth such conditions hereof as to make such action conclusive and binding upon the corporation and its shareholders.

ARTICLE XI - EXECUTIVE COMMITTEE

Either through appropriate provisions of the bylaws, or by resolution passed by a majority of the Board of Directors, the Board of Directors may designate two or more of their number to constitute an Executive Committee which committee, to the extent provided in such bylaws or resolution, shall have and may

exercise the powers of the Board of Directors in the management of the affairs and property of the corporation in the exercise of its corporate powers and if such committee shall consist of more than two persons, a majority thereon shall be sufficient to exercise all its power.

ARTICLE XII - POWER OF DISPOSITION

With the consent in writing of, or pursuant to a vote of the holders of a majority of the shares of issued capital stock, the Directors shall have the power to dispose, in any manner of the whole property, including corporate franchise and good will, upon such terms and conditions as they may have expedient, and shall have power to accept unsecured notes on said purchase, in any amount.

ARTICLE XIII - INDEMNIFICATION

The Corporation by Resolution, may indemnify any officer, director or employee, or any former officer, or director, or employee to the full extent permitted by Florida law.

ARTICLE XIV - ACTION BY DIRECTORS WITHOUT A MEETING

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of November, A.D. 2000.

Signed, sealed and delivered
in the presence of:

Deborah J. Heath
Witness

Theresa R. Quinn
Witness

Michael W. Beaumont (SEAL)
MICHAEL W. BEAUMONT

Deborah J. Heath

Witness

Wilma R. Dedier

Witness

Vanessa R. Beaumont

(SEAL)

VANESSA R. BEAUMONT

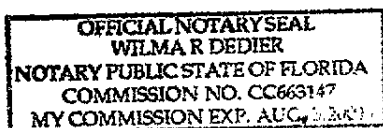
STATE OF FLORIDA

COUNTY OF LAKE

The foregoing instrument was acknowledged before me this
20th day of November, 2000, by MICHAEL W. BEAUMONT,

(X) who is personally known to me.

() who has produced _____
as identification.



Wilma R. Dedier

NOTARY PUBLIC

PRINT NAME: _____

SERIAL NO: _____

MY COMMISSION EXPIRES: _____

STATE OF FLORIDA

COUNTY OF LAKE

The foregoing instrument was acknowledged before me this
20th day of November, 2000, by VANESSA R. BEAUMONT,

(X) who is personally known to me.

() who has produced _____
as identification.

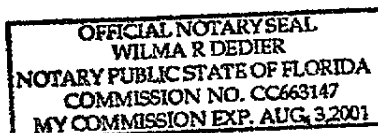
Wilma R. Dedier

NOTARY PUBLIC

PRINT NAME: _____

SERIAL NO: _____

MY COMMISSION EXPIRES: _____



DESIGNATION OF RESIDENT AGENT

M.V.C.B. OF LAKE COUNTY, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Tavares, County of Lake, State of Florida, has and does by these presents name MICHAEL W. BEAUMONT located at 31522 Corbett Avenue, Tavares, Florida, County of Lake, State of Florida, as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office:


MICHAEL W. BEAUMONT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA