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FORT MYERS, FLORIDA 33901
941/334-1269

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GUY M. STRAYHORN (1889-1981)
NORWOOD R. STRAYHORN (1911-1982)
GUY R. STRAYHORN
E. BRUCE STRAYHORN
RICHARD W. PRINGLE

TRANSMITTAL LETTER

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

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-03/26/01--01043--010
*****87.50 *****87.50

SUBJECT: HERITAGE LAND COMPANY OF S.W. FL., INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$87.50
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate of Status	& Certified Copy	Certified Copy
			& Certificate
			of Status

ADDITIONAL COPY REQUIRED

FROM: Richard W. Pringle
Strayhorn & Strayhorn Attys.
P.O. Box 1288
Ft. Myers, FL 33902

(941) 334-1269

NOTE: Please provide the original and one copy of the articles

rg/
2001070

ARTICLES OF INCORPORATION
OF

HERITAGE LAND COMPANY OF S.W. FL., INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HERITAGE LAND COMPANY OF S.W. FL., INC.

The address of the principal office of this corporation shall be 180 N. Bridge Street, LaBelle, Florida 33935 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 300 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered agent's office of the corporation shall 180 N. Bridge Street, LaBelle, Florida 33935 and the name of the initial registered agent of the corporation at that address is Trisha Arnold.

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TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have (1) director, initially. The name and address of the initial member of the Board of Directors is:

Donna Kane
2933 Shell Lane
LaBelle, Florida 33935

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successors are elected or appointed is:

Donna Kane
President, Secretary, Treasurer
2933 Shell Lane
LaBelle, Florida 33935

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Trisha Arnold, 180 N. Bridge Street, LaBelle, Florida 33935.

IN WITNESS WHEREOF, THE SAID INCORPORATOR has subscribed his name this
21 day of March 2001.


TRISHA ARNOLD

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Trisha Arnold, an individual residing in the State of Florida, having an address of 180 N. Bridge Street, LaBelle, Florida 33935, and having been designated as the registered agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.


TRISHA ARNOLD, Registered Agent

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