JOHN H. EVANS DOUGLAS W. BAKER

June 11, 2001

TITUSVILLE, FLORIDA 32780

TEL: 321/267-5504 FAX: 321/267-0418

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-06/19/01--01019--007 *****70.00 *****70.00

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: River Garden Apartments, Inc.

Our File No: DWB-1655

To Whom It May Concern:

Enclosed find the original and one copy of the Articles of Incorporation for the above-captioned corporation, together with our check in the amount of \$70.00 to cover your filing fees. Please stamp the copy of the Articles with the date received at your office and return to the undersigned.

Thank you for your assistance in this matter.

Sincerely/yours

Douglas W. Baker, Esquire

Enclosures

cc: Mr. & Mrs. Shover

DWB/myr

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SECRETARY OF STATE
ANALYSES FI OBION

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ARTICLES OF INCORPORATION OF RIVER GARDEN APARTMENTS, INC.

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

ARTICLE I

The name of this Corporation is:

RIVER GARDEN APARTMENTS, INC.

OI JUN 18 AMII: 23 SECRETARY OF STATE TALLAHASSEE, FLORIDA

<u>ARTICLE II</u>

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III

The capital stock of this corporation shall be 500 shares of \$1.00 par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the stockholders of this corporation.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The initial registered agent and registered office of the corporation in the State of Florida is: Douglas W. Baker, Esquire, JOHN H. EVANS, P.A., 1702 South Washington

Avenue, Titusville, Brevard County, Florida 32780. The stockholders may from time to time move the principal office to any other address in Florida. The principal office and mailing address is 1702 South Washington Avenue, Titusville, Brevard County, Florida 32780.

ARTICLE VII

The names and addresses of the directors are:

NAME

<u>ADDRESS</u>

Douglas W. Baker, Esquire

1702 South Washington Avenue Titusville, Florida 32780

ARTICLE VIII

The names and addresses of the subscribers to the Certificate of Incorporation are as follows:

NAME

<u>ADDRESS</u>

Douglas W. Baker, Esquire

1702 South Washington Avenue Titusville, Florida 32780

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

Every stockholder, 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seals this *i* day of June. 2001.

DOUGLAS W. BAKER, ESQUIRE

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DOUGLAS W. BAKER, ESQUIRE, to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and that he is personally known to me or produced sufficient identification, and did not take an oath.

WITNESS my hand and official seal this _//_ day of June, 2001.

Notary Public, State of Florida

Printed or Typed Name

My Commission Expires:

MICHELLE Y. RICHARD
MY COMMISSION # CC 828994
EXPIRES: August 22, 2003
Bonded Thru Notary Public Underwriters

STATEMENT OF DESIGNATION AND ACCEPTANCE OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF RIVER GARDEN APARTMENTS, INC.

Pursuant to the provisions of *Florida Statutes, Sections 48.091 and 607.034(3)*, the undersigned, as Director of **RIVER GARDEN APARTMENTS, INC.** hereby files this statement of the designation and acceptance of the initial registered agent of the Corporation.

The street address and mailing address of the initial registered office of this Corporation is 1702 South Washington Avenue, Titusville, Florida 32780 and the name of the initial registered agent of this Corporation at that address is **DOUGLAS W. BAKER**, **ESQUIRE**.

DATED this day of June, 2001.

DOUG AS W. BAKER, ESQUIRE

DOUG AS W. BAKER, ESQUIRE

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of **RIVER GARDEN APARTMENTS, INC.** at the initial registration office of the Corporation at 1702 South Washington Avenue, Titusville, Florida 32780.

DATED this 11 day of June, 2001.

DOUGLAS W. BAKER, ESQUIRE

[DWB-1655/Shover/River Garden/6-8-01]