

PO1000090852

CHARLES R. MAXWELL II, P.A.  
4309 INWOOD LANDING DRIVE  
ORLANDO, FLORIDA 32812

September 12, 2001

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

600004593226--0  
-09/17/01--01001--016  
\*\*\*\*\*87.50 \*\*\*\*\*77.50

**RE: Charles Clayton Companies, Inc.**

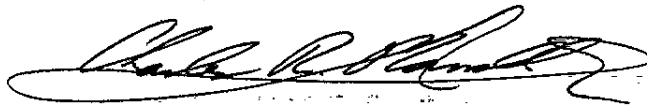
Dear Sir or Madam:

In connection with the above-referenced corporation, please find the original Articles Of Incorporation for filing and a check in the amount of \$87.50. The amount of the check covers the following:

\$35.00 filing fees  
\$35.00 Registered Agent Designation  
\$ 8.75 Certified Copy  
\$ 8.75 Certificate of Status.

If you have any questions, feel free to give me a call at (407) 622-0000.

Sincerely,



Charles R. Maxwell II, Esq.

Enclosures

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 SEP 14 PM 12:08

**ARTICLES OF INCORPORATION  
OF  
CHARLES CLAYTON COMPANIES, INC**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 SEP 14 PM 12:08

The undersigned incorporator delivers these Articles of Incorporation of Charles Clayton Companies, Inc. to the office of the Secretary of State of the State of Florida (the "State") pursuant to Chapter 607 Florida Statutes for the purpose of forming a corporation under the laws of the Florida Business Corporation Act.

**ARTICLE I - Name**

The name of this Corporation is:

Charles Clayton Companies, Inc.

**ARTICLE II - Principal Office**

The mailing and street address of the principal office of the Corporation is:

1011 N. Wymore, Suite 100  
Winter Park, Florida 32789

**ARTICLE III - Purpose**

The Corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - Capital Stock**

The maximum number of shares of stock the Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$0.01 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

**ARTICLE V – Term of Existence**

The Corporation shall have perpetual existence.

**ARTICLE VII – Registered Agent / Office**

The name and street address of the initial registered agent of the Corporation is:

Charles Ray Maxwell II, P.A.  
Attn: Charles Ray Maxwell II  
1011 N. Wymore Road, Suite 100  
Orlando, Florida 32789

**ARTICLE VIII – Number of Directors**

The Corporation shall have one (1) director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of the Corporation. Directors, as such, shall receive such compensation for their services, if any as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by the Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefore.

**ARTICLE IX – Initial Board of Directors**

The name and street address of the initial Director(s) of the Corporation is/are:

<u>Name</u>	<u>Address</u>
Charles W. Clayton, III	1011 N. Wymore Road Suite 100 Winter Park, Florida 32789

**ARTICLE X – Incorporator**

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

<u>Name</u>	<u>Address</u>
Charles W. Clayton, Jr.	1011 N. Wymore Road Suite 100 Winter Park, Florida 32789

### **ARTICLE XI – Initial Officers**

The name and street address of the initial Officers of the Corporation are:

<u>Name, Position</u>	<u>Address</u>
Charles W. Clayton, Jr., President	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Wesley Benton, Vice President	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Brian C. Bone, Treasurer	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Susan M. Bone, Secretary	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789

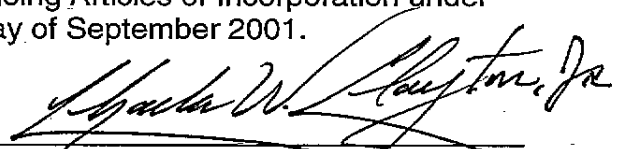
### **ARTICLE XII – Amendment to Articles**

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 stock issued and entitled to be voted, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### **ARTICLE XIII – By-Laws**

The power to adopt, alter, amend or repeal By-Laws of the Corporation shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledges, executes and files the foregoing Articles of Incorporation under the laws of the State of Florida this 12<sup>th</sup> day of September 2001.

  
\_\_\_\_\_  
Charles W. Clayton, Jr.  
Incorporator

**ACCEPTANCE OF  
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent to accept service of process for Charles Clayton Companies, Inc. at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in its capacity.

  
Charles R. Maxwell II, Esq.,  
as Registered Agent

September / 2 2001  
Date

FILED  
STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
01 SEP 14 PM 12:08