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FRANK M. GAFFORD  
ATTORNEY AT LAW  
228 EAST DUVAL STREET  
LAKE CITY, FLORIDA 32055

FRANK M. GAFFORD

November 6, 2001

FILED  
01 NOV -8 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(386) 752-5468  
FAX (386) 752-3383  
EFFECTIVE DATE  
11-5-01

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-11/08/01--01042--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: The Oaks Plantation, Inc.

Dear Sir or Madam:

We are enclosing an original and a conformed copy of the Articles of Incorporation for The Oaks Plantation, Inc. Please record the original and return the certified copy to this office.

I also enclose our check in the amount of \$78.75 which covers the filing and the certified copy for these articles.

Thank you.

Yours very truly,

*Suzette Woolsey*

Suzette Woolsey  
Secretary to  
Frank M. Gafford

Enc.

D. BROWN NOV - 9 2001

**EFFECTIVE DATE**  
11-5-01

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE OAKS PLANTATION, INC.**

**ARTICLE I NAME**

The name of this corporation is The Oaks Plantation, Inc.

**ARTICLE II DURATION**

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these articles.

**ARTICLE III PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of common stock \$1.00 par value common stock.

**ARTICLE V PREEMPTIVE RIGHTS**

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

#### **ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 228 East Duval Street, Lake City, Fl 32055 and the name of the initial registered agent of this corporation at that address is Frank M. Gafford, 228 East Duval Street, Lake City, Florida 32055.

#### **ARTICLE VII INCORPORATORS**

The name and address of the person signing these articles is Frank M. Gafford, 228 East Duval Street, Lake City, Florida 32055.

#### **ARTICLE VIII BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

#### **ARTICLE IX RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Frank M. Gafford	500
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

#### **ARTICLE X CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by the President or Secretary/Treasurer.

#### **ARTICLE XI SHAREHOLDER QUORUM AND VOTING**

51% of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XII APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

#### **ARTICLE XIII CONDUCT OF CORPORATE BUSINESS**

The business and affairs of this corporation shall be conducted upon a majority vote of shareholders of the corporation. Each shareholder shall be entitled to one vote for each share of stock held by that shareholder.

#### **ARTICLE XIV MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE XV MEETINGS BY CONFERENCE TELEPHONE**

Shareholders may participate in meetings of the shareholders by means of conference telephone.

#### **ARTICLE XVI REDUCTION IN STATED CAPITAL**

The stated capital of this corporation shall not be reduced by action of the shareholders when the reduction is not accompanied by an action requiring or constituting an amendment of the articles of incorporation.

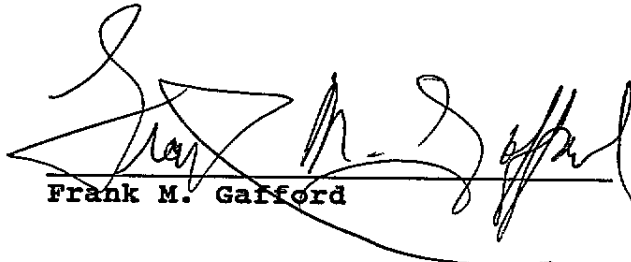
#### **ARTICLE XVII INDEMNIFICATION**

The corporation shall indemnify any officer, or any former officer to the full extent permitted by law.

#### **ARTICLE XIX AMENDMENT**

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

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on this 5 day of November, 2001.

  
Frank M. Gafford

STATE OF FLORIDA  
COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Frank M. Gafford to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, or who have produced identification and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State last aforesaid this 5th day of November, 2001.



  
SUZETTE C. WOOLSEY

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

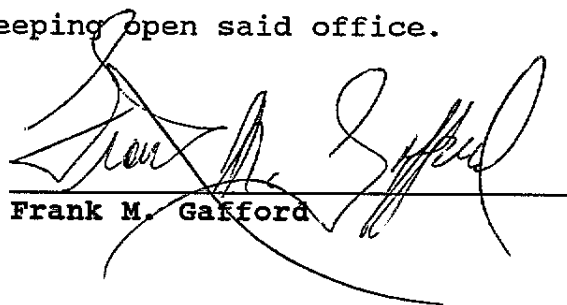
**FILED**  
**01 NOV -8 AM 9:44**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Pursuant of Chapter 48.091, Florida States, the following is submitted, in compliance with said Act:

That The Oaks Plantation Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 228 East Duval Street, Lake City, Florida 32055 has named Frank M. Gafford, 228 East Duval Street, Lake City, Florida 32055 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process of the 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 A relative to keeping open said office.

  
Frank M. Gafford