

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO2000023276

Sara-Gene Land Acquisition Inc

400005033014--7  
-03/01/02--01035--029  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature \_\_\_\_\_

Requested by: LW

3/1

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_ L.C. File 400005033014--7  
-03/01/02--01035--030
- \_\_\_\_ Fictitious Name File \*\*\*\*\*8.75 \*\*\*\*\*8.75
- \_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_\_ Photo Copy \_\_\_\_\_
- ☒ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_ Courier \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

cf 3/1/02

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SARA-GENE LAND ACQUISITION, INC.**

**ARTICLE I**

Name and Address

The name of this corporation is SARA-GENE LAND ACQUISITION, INC., whose place of business is located at 1230 S Myrtle Ave., Suite 101, Clearwater, FL, Pinellas County, Florida 33756.

**ARTICLE II**

Duration

The term of existence of this corporation shall be perpetual.

**ARTICLE III**

Purpose

This corporation is organized for the purpose of transacting any and all lawful business. Specifically this corporation is organized to acquire, hold and develop and sell selected parcels of real property located in the state of Florida.

**ARTICLE IV**

Capital Stock

This corporation is authorized to issue 1,000 shares at One and No/100 Dollars (\$1.00) par value common stock, which shall be designated "common shares." The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of this corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

**ARTICLE V**

Preemptive Rights

Any shareholder, upon the sale, by the corporation, for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (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 name of the initial Registered Agent of this corporation is ROBERT C. DICKINSON III, and the address of the initial Registered Office of this corporation is 1230 S. Myrtle Ave., Suite 101, Clearwater, Florida 33756.

**ARTICLE VII**  
**Initial Board of Directors and Officers**

This corporation shall have one (2) director(s) and/or officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the director(s) and officers of this corporation is:

<u>Name</u>	<u>Address</u>	<u>Office</u>
R. Eugene Fleming, Jr.	1230 S. Myrtle Ave. Suite 101, Clearwater, FL 33756	President/Director
Sara E. Green	1230 S. Myrtle Ave Suite 101, Clearwater, Fl 33756	Secretary/Treasurer Director

**ARTICLE VIII**  
**Incorporator**

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>	
R. Eugene Fleming, Jr.	1230 S. Myrtle Ave. Suite 101, Clearwater, FL 33756	President/Director
Sara E. Green	1230 S. Myrtle Ave Suite 101, Clearwater, Fl 33756	Secretary/Treasurer Director

**ARTICLE IX**  
**By-Laws**

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

**ARTICLE X**  
**Shareholder Quorum and Voting**

Fifty-one percent, (51%), of the issued 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 fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XI**

##### **Powers**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

#### **ARTICLE XII**

##### **Indemnification**

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

#### **ARTICLE XIII**

##### **Amendment**

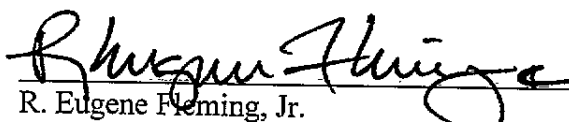
This corporation reserves the right, by a majority vote of shareholders, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE XIV**

##### **Cumulative Voting**

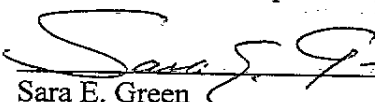
At each election for directors, every shareholder entitled to vote at such elections shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of February, 2002.



R. Eugene Fleming, Jr.

Sara-Gene Land Acquisition, Inc., Incorporator



Sara E. Green

Sara-Gene Land Acquisition, Inc., Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared R. Eugene Fleming, who represented himself to be the President of Sara-Gene Land Acquisition, Inc., to be the person who executed the foregoing Articles of Incorporation who is personally known to me or who has produced N/A as identification and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28<sup>th</sup> day of Feb., 2002.

  
Notary Signature

Notary Printed Name: Robert C. Dickinson III

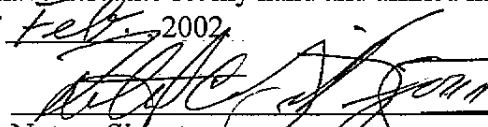
STATE OF FLORIDA  
COUNTY OF PINELLAS



Robert C. Dickinson, III  
MY COMMISSION # DD067397 EXPIRES  
February 25, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.

BEFORE ME, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared Sara E. Green, who represented herself to be the Secretary/Treasurer of Sara-Gene Land Acquisition, Inc., to be the person who executed the foregoing Articles of Incorporation who is personally known to me or who has produced Fla. Id. Lic. as identification and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28<sup>th</sup> day of Feb., 2002.

  
Notary Signature

Notary Printed Name: Robert C. Dickinson III



Robert C. Dickinson, III  
MY COMMISSION # DD067397 EXPIRES  
February 25, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT  
ACKNOWLEDGMENT:

Having been named to accept services for process for Sara-Gene Land Acquisition, Inc. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

  
ROBERT C. DICKINSON III

**FILED**  
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