# POACOO A8 188

1406 Hays St., Suite 2

Tallahassee, FL 32301

(850) 878-4734 Kathi or Brent

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#### ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE FLORIDA

**OF** 

#### EPI-PALM BEACH DEVELOPMENT, INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

#### ARTICLE I

Name

The name of the Corporation shall be EPI-PALM BEACH DEVELOPMENT, INC.

#### ARTICLE II

## Principal Office

The principal office of the Corporation is located at 359 Carolina Avenue, Winter Park, Florida 32789.

#### ARTICLE III

## Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in the active conduct of the business and the Corporation shall not engage in any business or activity which is not directly or indirectly in furtherance or related to the Corporation's business.

#### ARTICLE IV

## <u>Duration of the Corporation</u>

Existence of the Corporation shall commence on the later of the date of subscription of these Articles of Incorporation, or the date which is five (5) business days prior to the date these Articles of Incorporation have been filed by the Secretary of State, and the Corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE V

### Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

#### ARTICLE VI

# Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 222 West Comstock Avenue, Suite 101, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be Grant T. Downing.

#### ARTICLE VII

# Initial Board of Directors

The initial Board of Directors shall consist of three (3) persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
James H. Pugh, Jr.	359 Carolina Avenue Winter Park, Florida 32789
Kyle D. Riva	359 Carolina Avenue Winter Park, Florida 32789
Greg Jacoby	359 Carolina Avenue Winter Park, Florida 32789

#### ARTICLE VIII

## Incorporator

The name and address of the incorporator of the Corporation is Grant T. Downing, 222 West Comstock Avenue, Suite 101, Winter Park, Florida 32789.

Executed this /2-day of March, 2002.

GRANT T. DOWNING, Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <u>12</u> day of March, 2002, by GRANT T. DOWNING [ ] who is personally known to me.

NOTARY PUBLIC
My Commission Expires

LORI CALHOL Commission # DDor Expires 1/29/20 Bonded through Florida Notary Assn

# ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

GRANT T. DOWNING

Registered Agent

Date: March / 2-2002

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