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November 12, 2002

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

Re:

Articles of Incorporation of:

Westlake Village Properties, Inc.

#### Greetings:

Enclosed is the original and one copy of Articles of Incorporation of the above named proposed corporation.

Please approve these Articles of Incorporation, file the original, certify the copy, and return the same to the undersigned.

Enclosed is a check for \$78.75 for the filing fee, designation of Registered Agent fee, and one certified copy.

Very truly yours,

FOSTER AND FOSTER

D. William Foster

DWF/wh Enclosures

Check: \$78.75

# ARTICLES OF INCORPORATION OF

# WESTLAKE VILLAGE PROPERTIES, INC.



The undersigned hereby adopt these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, provisions and immunities of a corporation for profit.

#### ARTICLE I - INDEX

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#### <u>ARTICLE II - NAME</u>

The name of the corporation shall be:

WESTLAKE VILLAGE PROPERTIES, INC.

# **ARTICLE III - DURATION**

The corporation shall have perpetual existence.

#### ARTICLE IV - PURPOSE

This corporation is organized for the following purposes: To provide professional real estate services for residential and commercial customers; to purchase, or lease, or otherwise acquire any

interest in real and personal property of every kind, or character; to enter into, make, perform, and carry out any contracts of every kind, for any lawful purpose; to sell, or lease, or mortgage, or otherwise dispose of any real or personal property it owns, or any interest therein; and in general, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, and to engage in and transact any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida, except that it shall not conduct a banking, safe deposit, trust, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

# ARTICLE V - CAPITAL STOCK

The total number of shares authorized to be issued shall be 1,000 shares of common stock with a par value of \$1.00 per share, all of one class, participating voting stock. The consideration for said stock shall be paid for in lawful money of the United States of America, or in property, services, or labor rendered at a just valuation thereof, such valuation to be fixed by the stockholders. All such shares so issued, when the consideration therefore has been paid or delivered, shall be fully paid stock, and it shall not be liable for any further calls or assessments thereon.

#### ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION

The principal office and mailing address for the Corporation shall be 10718 Tabor Drive, Tampa, Florida 33625.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 555 Fourth Street North, St. Petersburg, Florida 33701, and the name of the initial registered agent of the corporation at that address is DAVID W. FOSTER.

#### ARTICLE VIII - INCORPORATORS AND INITIAL STOCKHOLDERS

The names and addresses of the incorporators and initial stockholders of this corporation are:

TONY TOAN BUI 10718 Tabor Drive Tampa, Florida 33625

ROBERT C. GORDON 635 - 41<sup>st</sup> Avenue North St. Petersburg, Florida 33703

GARY C. DePURY 4611 South Lois Avenue Tampa, Florida 33611

#### ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the stockholders. The name and address of the initial directors of this corporation is:

TONY TOAN BUI 10718 Tabor Drive Tampa, Florida 33625

ROBERT C. GORDON
635 - 41<sup>st</sup> Avenue North
St. Petersburg, Florida 33703

GARY C. DePURY 4611 South Lois Avenue Tampa, Florida 33611

Said directors shall hold office until his successors are duly elected by the stockholders.

#### ARTICLE X - INITIAL OFFICERS

The business of this corporation shall be conducted by a President, Vice President, Secretary and Treasurer, and such other officers as may be elected by the Board of Directors in the manner provided in the by-laws of the corporation. Any person may hold any two or more offices. The names and addresses of the initial officers of this corporation are:

TONY TOAN BUI 10718 Tabor Drive Tampa, Florida 33625 President

#### WESTLAKE VILLAGE PROPERTIES, INC.

Δ	rticles	of I	ncorporation
А	rucies	OL I	псогрогацоп

<u>Page Four</u>

ROBERT C. GORDON 635 - 41<sup>st</sup> Avenue North St. Petersburg, Florida 33703

GARY C. DePURY 4611 South Lois Avenue Tampa, Florida 33611

Secretary and Treasurer

Vice-President

#### **ARTICLE XI - INDEMNIFICATION**

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

#### ARTICLE XII - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the stockholders.

#### **ARTICLE XIII. AMENDMENT**

These Articles of Incorporation may be amended by the stockholders in the manner provided by law.

IN WITNESS WHEREOF,	the undersigned subscriber has	executed these Articles of
Incorporation this 8th day of	November ,2	002.
		INCORPORATOR
	TONE TOAN BUI,	INCORPORATOR

ROBERT C. GORDON, INCORPORATOR

GARY C. DePURY, INCORPORATOR

#### ACCEPTANCE BY REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation beginning this 8th day of November, 2002.

DAVID W. FOSTER, REGISTERED AGENT

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared **TONY TOAN BUI**, who is personally known to me and known to me to be the person described in and who executed the foregoing **ARTICLES OF INCORPORATION**, as the **Incorporator** of said corporation, who after being by me first duly sworn depose and says that the statements contained in said instrument are true and they acknowledged that he executed the same freely and voluntarily for the purposes therein expressed.

Notary Public: (Signature)

Name: (Print)

My Notary Stamp or Seal:

My Commission Expires:

My Commission Number:

June S. Hook



# WESTLAKE VILLAGE PROPERTIES, INC.

Articles of Incorporation	Page Six
STATE OF FLORIDA	· ·
COUNTY OF HILLSBOROUGH	
I HEREBY CERTIFY that on t	his day, before me, an officer duly authorized in the State and
County aforesaid to administer oaths	and take acknowledgments, personally appeared GARY C.
<b>DePURY</b> , who is personally known t	o me and known to me to be the person described in and who
executed the foregoing ARTICLES	OF INCORPORATION, as the Incorporator of said
corporation, who after being by me fir	st duly sworn depose and says that the statements contained
in said instrument are true and they acl	knowledged that he executed the same freely and voluntarily
for the purposes therein expressed.	
WITNESS my hand and offici-	al seal in the County and State last aforesaid this
day of November , 2	002.
Notary Public: (Signature) Name: (Print) My Notary Stamp or Seal: My Commission Expires: My Commission Number:	Julie S. Wood  MY COMMISSION # CC868896 EXPIRES  September 20, 2003  BONDED THRU TROY FAIN INSURANCE, INC.
STATE OF FLORIDA )	
COUNTY OF PINELLAS )	
I HEREBY CERTIFY that on t	his day, before me, an officer duly authorized in the State and
County aforesaid to administer oaths ar	nd take acknowledgments, personally appeared ROBERT C.
GORDON, who is personally known	to me and known to me to be the person described in and who
executed the foregoing ARTICLES C	FINCORPORATION, as the Incorporator, and DAVID
W. FOSTER, as the Registered Ager	t of said corporation, who after being by me fire duly sworn
	tained in said instrument are true and they acknowledged that
	untarily for the purposes therein expressed.
	al seal in the County and State last aforesaid this 872.
day of	Julie S. Wood  My COMMISSION & CC868896 EXPIRES
Name: (Print) My Notary Stamp or Seal: My Commission Expires:	Julie S. Wood