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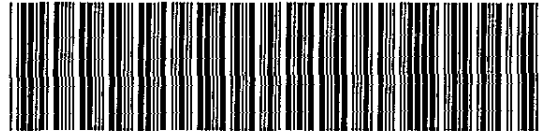
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Law Offices  
of  
**GONANO & HARRELL**  
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Facsimile (561) 464 - 0282

DANIEL B. HARRELL  
email: dharrell@gh-law.com

June 19, 2003

FEDERAL EXPRESS

Ms. Eddy Harillee  
Landers & Parsons  
310 West College Avenue  
Tallahassee, FL 32302

Re: Sunny Illini Land Corporation.

Our File No. 747-005

Dear Ms. Harillee:

Enclosed are the original and copy of articles of incorporation for the Sunny Illini Land Corporation. Please walk it through the Secretary of State's Office for filing. Also enclosed is our firm check in the amount of \$78.75 for the filing fee, certified copy fee, and fee for certificate of status. I have enclosed a return Federal Express label for your convenience for return of the certified copy. Upon submission of your statement for services, immediate payment will be made. Thank you for your continued assistance, and please let me know if you need anything further.

Sincerely,



Valerie M. Canant  
Secretary to Mr. Harrell

Enclosures

*Call Eddy at Landers & Parsons  
for pickup*

*681-0311*

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## **ARTICLES OF INCORPORATION OF SUNNY ILLINI LAND CORPORATION**

### **ARTICLE I - NAME**

The name of the corporation is: SUNNY ILLINI LAND CORPORATION.

### **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 3500 W. Lantana Road, Lantana, Florida 33462.

### **ARTICLE III - DURATION**

This corporation shall exist perpetually commencing on the date of approval and acceptance of these Articles by the Secretary of the State of Florida, unless sooner dissolved according to law.

### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of Fifty Cents (\$.50) par value common stock which shall be fully paid and nonassessable. The stock of this corporation shall be issued, assigned and/or transferred in strict accordance with such bylaws as the corporation shall from time to time make with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the corporation.

### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 1600 S. Federal Highway, Suite 200, Fort Pierce, Florida 34950-5194. The name of the initial registered agent of this corporation at that address is: Daniel B. Harrell.

### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by amending the bylaws to reflect the same, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Roger E. Medema  
3500 W. Lantana Road  
Lantana, Florida 33462

**ARTICLE VII - INDEMNIFICATION OF DIRECTORS**

(a) The corporation may, by resolution of its Board of Directors, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit, or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful.

(b) The corporation shall also indemnify any director, officer, employee, or other agent who has been successful on the merits or otherwise, in defense of any action, suit, or other proceeding, or in defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such director, officer, employee, or agent met any appropriate standard of conduct.

(c) The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors and administrators of such person.

(d) In addition to the indemnification provided for herein, the corporation shall have power to make other or further indemnification, except an indemnification against gross negligence or

willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

#### ARTICLE VII - INITIAL OFFICERS

The initial officers of the corporation are as follows:

|            |                 |
|------------|-----------------|
| President: | Roger E. Medema |
| Treasurer: | Roger E. Medema |
| Secretary: | Roger E. Medema |

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are: Daniel B. Harrell, 1600 S. Federal Highway, Suite 200, Fort Pierce, Florida 34950.

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested solely in the Board of Directors.

#### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, I have subscribed my name to these Articles of Incorporation this 19<sup>th</sup> day of June, 2003.



DANIEL B. HARRELL

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, this day personally appeared DANIEL B. HARRELL, known to me and known by me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed those Articles for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 19th day of June, 2003.



Valerie M. Canant  
MY COMMISSION # DD186969 EXPIRES  
April 4, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

Valerie M. Canant  
Valerie M. Canant  
Notary Public - State of Florida  
My Commission Expires: April 4, 2007

ACCEPTANCE

HAVING BEEN named as registered agent and to accept service of process for the above-named 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 19th day of June, 2003.

Daniel B. Harrell  
Registered Agent

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