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**Florida Department of State  
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**04 JAN 29 AM 9:39**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**FLORIDA PROFIT CORPORATION OR P.A.**

**MAGNOLIA KEY CONDOMINIUM, INC.**

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**ARTICLES OF INCORPORATION  
OF  
MAGNOLIA KEY CONDOMINIUM, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is MAGNOLIA KEY CONDOMINIUM, INC.

**ARTICLE II - ADDRESS**

The principal office and mailing address of the corporation is 242 Fifth Avenue,  
Indianapolis, Florida 32903-3307.

**ARTICLE III - DURATION**

This corporation shall exist perpetually.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business  
for which corporations may be incorporated under Chapter 607, *Florida Statutes*.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue 1,000,000 shares of \$0.01 par value common  
stock.

JOHN R. KANCILIA, ESQ.  
FLORIDA BAR NO. 0381195  
GRAYROBINSON, P.A.  
1800 West Hibiscus Blvd., Ste. 138  
Melbourne, FL 32901  
Telephone: 321-727-8100  
Facsimile: 321-984-4122  
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**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be:

1800 West Hibiscus Boulevard, Suite 138  
Melbourne, Florida 32901

The name of the initial registered agent of this corporation at that address shall be:

JOHN R. KANCILIA

**ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS**

A. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

B. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>
ROBERT L. COCHRAN, SR.	242 Fifth Avenue Indialantic, Florida 32903-3307
EVA MAE COCHRAN	242 Fifth Avenue Indialantic, Florida 32903-3307

C. The names and addresses of the initial officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Position</u>
ROBERT L. COCHRAN, SR.	242 Fifth Avenue Indialantic, Florida 32903-3307	President
EVA MAE COCHRAN	242 Fifth Avenue Indialantic, Florida 32903-3307	Secretary and Treasurer

**ARTICLE VIII - INCORPORATOR**

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

Name

Address

JOHN R. KANCILIA

1800 West Hibiscus Boulevard, Suite 138  
Melbourne, Florida 32901

**ARTICLE IX - BYLAWS**

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

**ARTICLE X - AMENDMENT**

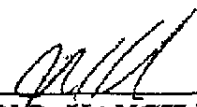
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of January, 2004.

  
\_\_\_\_\_  
JOHN R. KANCILIA, Incorporator

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Having been named as the registered agent in the Articles of Incorporation of  
**MAGNOLIA KEY CONDOMINIUM, INC.**, I hereby accept and agree to act in this  
capacity.

  
\_\_\_\_\_  
JOHN R. KANCILIA

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