

P05000060458

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000101950 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : ROBERT D. ROYSTON, JR., P.A.
Account Number : 110414000772
Phone : (239)939-2222
Fax Number : (239)939-2280

FILED
05 APR 25 AM 9 15
TALLAHASSEE, FLORIDA
RECEIVED

FLORIDA PROFIT CORPORATION OR P.A.

Headwaters Management Company

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

12. 4-21

AUDIT NO. H05000101950 3

**ARTICLES OF INCORPORATION
OF
HEADWATERS MANAGEMENT COMPANY**

ARTICLE 1

The name of the corporation is Headwaters Management Company.

ARTICLE 2

The objectives and purposes for which the corporation is organized are for any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act, now or hereafter in effect, and to do any of such things as fully and to the same extent as natural persons might or could do.

ARTICLE 3

The duration of existence of the corporation is perpetual.

ARTICLE 4

The street address of the initial principal office of the corporation is:

701 Highway 441 SE
Okeechobee, FL 34974-7419

The mailing address of the corporation is:

c/o Robert D. Royston, Jr., Esq.
Costello & Royston
P.O. Drawer 60205
Fort Myers, FL 33906

ARTICLE 5

The aggregate number of shares that the corporation shall have authority to issue is One Thousand (1000) shares. All such shares shall be of a single class, designated as common, and shall be of \$1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Prepared by:
Robert D. Royston, Jr., Esq.
Fla. Bar No. 33496

COSTELLO & ROYSTON
P.O. Drawer 60205, Fort Myers, FL, 33906
(239) 939-2222 (voice) (239) 939-2280 (facsimile)

AUDIT NO. H05000101950 3

FILED
05 APR 25 AM 9 15
TALLAHASSEE, FLORIDA

AUDIT NO. H05000101950 3

ARTICLE 6

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

Name	Address
Diane Timmons	701 Highway 441 SE Okcechobee , FL 34974-7419
Thomas C. Timmons	701 Highway 441 SE Okcechobee , FL 34974-7419

ARTICLE 7

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act its officers and directors.

ARTICLE 8

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE 9

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

Name	Street Address
Robert D. Royston, Jr., Esq.	Costello & Royston 12670 New Brittany Blvd., Suite 101 Fort Myers, FL 33907

AUDIT NO. H05000101950 3

ARTICLE 10

The name and address of the incorporator of the corporation is:

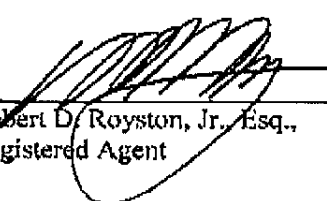
Name

Robert D. Royston, Jr., Esq.

Street AddressCostello & Royston
12670 New Brittany Blvd., Suite 101
Fort Myers, FL 33907IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 25th day of April, 2005.

Robert D. Royston, Jr., Esq.,
Incorporator**ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

Having been named to act as Registered Agent to accept service of process for the above named Corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 25th day of April, 2005.

Robert D. Royston, Jr., Esq.,
Registered Agent