

Division of Corporations

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**PD5000079905**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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From: Account Name : KEVIN M. HELMICH, PA  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**R & K Holdings, Inc.**

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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R & K HOLDINGS, INC.

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ARTICLE I  
NAME

The name of this Corporation is R & K HOLDINGS, INC.

ARTICLE II  
DURATION

This Corporation shall have perpetual existence.

ARTICLE III  
PURPOSE

This Corporation is organized for the purpose of conducting real estate investment, development and all other lawful business.

ARTICLE IV  
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V  
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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Prepared by: Kevin M. Helmich, Esquire  
Post Office Box 5499  
Destin, Florida 32540-5499  
(850) 650-4747

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ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4481 Legendary Drive, Suite 200, Destin, Florida 32541 and the initial registered agent of this Corporation at that address is Kevin M. Helmich, Esquire.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This Corporation shall have at least two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of this Corporation are:

Ritchard L. Houdashelt  
245 Apopka Cove  
Destin, Florida 32541

Kimberly A. Houdashelt  
245 Apopka Cove  
Destin, Florida 32541

ARTICLE VIII  
PRINCIPAL OFFICE

The principal office and mailing address of this Corporation is 245 Apopka Cove, Destin, Florida 32541.

ARTICLE IX  
INCORPORATOR

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

Kevin M. Helmich, Esquire  
4481 Legendary Drive, Suite 200  
Destin, Florida 32541

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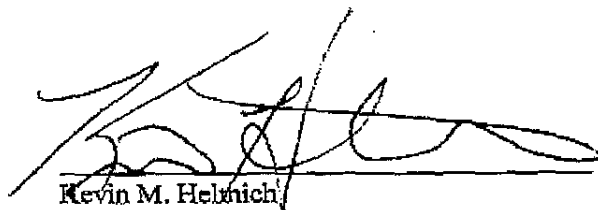
ARTICLE X  
INDEMNIFICATION

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

ARTICLE XI  
ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING

The directors or shareholders of this Corporation may take action by written consent as provided by law.

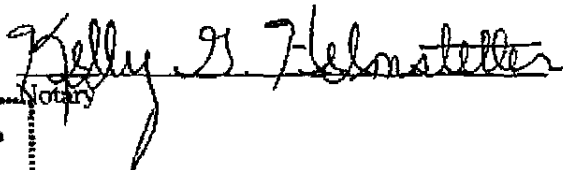
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of June 2005.

  
Kevin M. Helmich

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath, and who is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 2nd day of June 2005.

  
Notary

My commission expires:



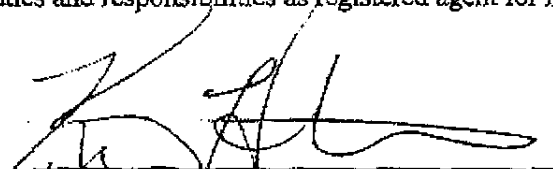
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ACCEPTANCE

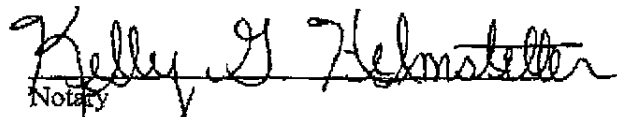
I hereby am familiar with and accept the duties and responsibilities as registered agent for R & K HOLDINGS, INC.

  
Kevin M. Helmich,  
Registered Agent

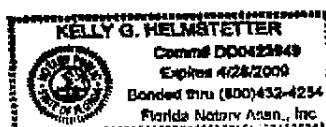
STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Kevin M. Helmich, registered agent who is personally known to me and did not take an oath, and who is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 2nd day of June 2005.

  
Notary

My commission expires:



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