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#### TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

SUBJECT: Loyaltee Property Management, Inc.

(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

/ / \$70.00 Filing Fee /X/ \$78.75 Filing Fee & Certificate / / \$122.50 Filing Fee &Certified Copy // \$131.25
Filing Fee
Certified Copy
& Certificate

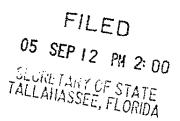
ADDITIONAL COPY REQUIRED

From: Peters Accounting, Inc.

P.O. Box 2080

Lady Lake, Fl 32158-2080

(352) 259-6567



#### ARTICLES OF INCORPORATION

#### **QF**

# Loyaltee Property Management, Inc.

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

#### <u>ARTICLE I</u>

#### NAME

The name of the corporation is Loyaltee Property Management, Inc. and the address of the corporation is 408 Ice Cream Road, Leesburg, FL 34748 mailing address is P.O. Box 2080, Lady Lake, FL 32158-2080

#### <u>ARTICLE II</u>

# GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

#### ARTICLE III

#### CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 60,000 shares of common stock having a par value of \$1.00 per share.

# ARTICLE IV

# **TERM OF EXISTENCE**

This corporation shall begin its existence on the <u>29<sup>th</sup> of August. 2005</u>. These Articles of Incorporation, filed with the Secretary of State of the State of Florida, shall exist perpetually.

# ARTICLE V

# ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address are:

Tonya C. Monk

408 Ice Cream Road

Leesburg, FL 34748

# ARTICLE VI

#### DIRECTORS

The initial Board of Directors shall consist of one (1) member. A member of the Board of Directors need not be a resident of the State of Florida or a shareholder of the corporation.

The name and address of the person who shall serve as Director

Until the first annual meeting of shareholders or until their successors have
been elected and qualified is as follows:

NAME Tonya C. Monk

ADDRESS 408 Ice Cream Road, Leesburg, FL 34748

#### ARTICLE VII

#### **OFFICERS**

The name and post office address of each of the officers of the corporation are:

PRESIDENT/ SECRETARY/ TREASURER:

Tonya C. Monk

PO BOX 2080, LADY LAKE, FL 32158-2080

# ARTICLE VIII

#### INCORPORATORS

The name and address of each of the incorporators and the number of shares of stock which each shall take are:

NAME

ADDRESS

SHARES

Tonya C. Monk

408 Ice Cream Road, Leesburg, FL 34748

100

# ARTICLE IX

#### RESTRICTION ON TRANSFER

The transfer of any share of stock of this corporation shall be restricted and each stock certificate shall bear the notice of restriction in a conspicuous place.

The restriction shall read as follows:

"The shares of stock evidenced by this certificate may not be transferred, pledged, assigned, or encumbered except in accordance with the terms of the Buy-Sell Agreement, a copy of which is on deposit and maintained in the corporate book."

The Articles of Incorporation may be amended in the manner provided by law as defined in the corporation By-Laws.

# <u>ARTICLE XI</u>

# BYLAWS

The power to adopt, amend or repeal the By-Laws shall be reserved to the Shareholders of this corporation.

# ARTICLE XII

# INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals

This 29th day of August, 2005.

# ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.