

DEC 7 2005 2:50PM

CARLTON FIELDS ST. PETE

0.2299

P. 2

Page 1 of 1

POS000160446

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.

(((H05000280402 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 : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813) 223-7000  
Fax Number : (813) 229-4133

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

**Eastland Development Partners, Inc.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 DEC -7 AM 10:43

Electronic Filing Menu

Corporate Filing

Public Access Help

**ARTICLES OF INCORPORATION  
OF  
EASTLAND DEVELOPMENT PARTNERS, INC.**

The undersigned, for the purpose of forming a corporation (the "Corporation") under the provisions of Chapter 607 of the Florida Statutes, hereby agrees to the following:

**ARTICLE I  
Name and Address**

The name of the Corporation shall be EASTLAND DEVELOPMENT PARTNERS, INC. The street and mailing addresses of the initial principal office of the Corporation shall be 13361 Atlantic Boulevard, Jacksonville, Florida 32225,

**ARTICLE II  
Capital Stock**

The Corporation shall be authorized to issue one thousand, two hundred (1,200) shares of common stock having a par value of One and No/100ths Dollars (\$1.00) a share.

**ARTICLE III  
Board of Directors**

Section 1. The business and affairs of the Corporation shall be managed by a board of directors, the members of which shall be hereinafter referred to as directors.

Section 2. The initial board of directors of the Corporation shall consist of three (3) directors, whose names and addresses are as follows:

Name:	Address:
FRED B. BULLARD, JR.	2325 Ulmerton Road, Suite 20 Clearwater, Florida 33762
VAN L. McNEEL	5401 West Kennedy Boulevard, Suite 751 Tampa, Florida 33609
J. THOMAS DODSON	13361 Atlantic Boulevard Jacksonville, Florida 32225

Section 3. The number of directors shall be as provided in the bylaws of the Corporation, but shall not be less than three (3).

Section 4. Directors shall be elected and hold office as provided in the bylaws.

## ARTICLE IV

Bylaws

Section 1. The initial board of directors shall adopt the bylaws of the Corporation at a meeting of the initial board of directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend, or repeal the bylaws of the Corporation may be exercised by the board of directors or by the shareholders, in accordance with the provisions of the bylaws.

Section 3. Any bylaws adopted by the board of directors or the shareholders may be altered, amended, or repealed by the other group; provided, however, that any bylaws adopted by the shareholders may provide that such bylaws may be altered, amended, or repealed only by the shareholders.

## ARTICLE V

Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be at 4221 West Boy Scout Boulevard, Suite 1000, Tampa, Florida 33607.

Section 2. The name of the initial registered agent of the Corporation at said initial registered office shall be CFRA, LLC, a limited liability company organized and existing under the laws of the State of Florida.

## ARTICLE VI

Incorporator

The name and address of the incorporator are:

Name:

Address:

CFRA, LLC

CFRA, LLC

4221 West Boy Scout Boulevard, Suite 1000  
Tampa, Florida 33607

## ARTICLE VII

Indemnification

Section 1. No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director

or officer of the Corporation or serves or served in any other capacities at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 7th day of December, 2005.

CFRA, LLC

By: 

JOEL B. GILES, its Authorized Agent

DEC. 7. 2005 2:51PM

CARLTON FIELDS ST. PETE

NO. 2299 P. 6

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 7th day of December, 2005.

CFRA, LLC

By: 

JOEL B. GILES, its Authorized Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 DEC -7 AM 10:43