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### FASSETT, ANTHONY & TAYLOR, P.A.

ATTORNEYS AT LAW

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February 8, 2006

Florida Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Kohler Realty, Inc.

Dear Sir/Madam:

Enclosed please find the following:

- 1. Original Articles of Organization in the name of the above-referenced corporation;
- 2. Our firm check in the amount of \$125.00 representing the filing fee for the Articles (\$100.00); the filing fee for the Designation of Registered Agent (\$25.00).

Please file the enclosed document and return a certified copy of the Articles to my attention as soon as possible. If you have any questions please contact the undersigned.

Sincerely,

(Kobert W) Anthony Jary (signed in my absence to avoid delay)

Robert W. Anthony

RWA/arj Enclosures

## ARTICLES OF INCORPORATION OF KOHLER REALTY, INC.

FILED

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AEGINTARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida

#### ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be KOHLER REALTY, INC.

#### ARTICLE II - DURATION

This corporation shall exist perpetually

#### ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at 1906 Winding Oaks Drive, Orlando, Florida 32825.

#### ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

#### ARTICLE V - CAPITAL STOCK

- A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares
- B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as

hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 1906 Winding Oaks Drive, Orlando, FL 32825.

The name of the initial registered agent of this corporation at that address shall be Linda Brandt.

#### ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

Name Street Address Office

Linda Brandt 1906 Winding Oaks Dr President/Secretary/ Orlando, FL 32825 Treasurer/Director

#### ARTICLE VIII - INCORPORATOR

The following is the name and street address of the Incorporator to these Articles of Incorporation:

> Linda Brandt 1906 Winding Oaks Dr. Orlando, FL 32825

#### **ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12 day of January,

2006

Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements in the State and County aforesaid, personally appeared LINDA BRANDT, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this  $\frac{12^{-74}}{12^{-14}}$ day of January, 2006

Notary Public

Print Name: ERIK KONLER

My Commission Expires: 9/6/2009

Notary Public State of Florida Erik Kohler My Commission DD468969 Expires 09/06/2009

FILED

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE 10 PM 2: 41

FOR SERVICE OF PROCESS WITHIN THIS STATE,

NAMING REGISTERED AGENT UPON WHICH

PROCESS MAY BE SERVED

OFFICE 10 PM 2: 41

FALLAHASSEE, FLORIDA

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, KOHLER REALTY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, Linda Brandt, 1906 Winding Oaks Drive, in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Sinda Brands