

P06000127012

John H. Latshaw, Jr.,

158 Barberry Lane, Ponte Vedra Beach, Florida 32082

(Address)

(Address)

(City/State/Zip/Phone #)

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CB 10-406
W06-39199



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 6, 2006

JOHN H. LATSHAW, JR.
158 BARBERRY LN
PONTE VEDRA BCH, FL 32082

SUBJECT: URBAN DYNAMICS, INC.
Ref. Number: W06000039199

We have received your document for URBAN DYNAMICS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 606A00053984

ARTICLE OF INCORPORATION
OF
URBAN DYNAMICS, INC. of *Ponte Vedra*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Corporate Name. The name of the corporation is URBAN DYNAMICS, INC. of *Ponte Vedra*

ARTICLE II: Corporate Existence. The corporation shall exist in perpetuity commencing as of the execution of these Article.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of acquiring, developing, constructing, managing, and owning real estate and for any and all lawful business allowed under the State of Florida or the United States of America.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 each.

ARTICLE V: Initial Registered Office and Agent. The street address of the initial registered officer of the corporation is 158 Barberry Lane, Ponte Vedra Beach, Florida 32082, with a mailing address of the same, and the name of the initial registered agent of this corporation at that address is John H. Latshaw, Jr., Esquire.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 158 Barberry Lane, Ponte Vedra Beach, Florida 32082.

ARTICLE VII: Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

John H. Latshaw, Jr., 158 Barberry Lane, Ponte Vedra Beach, Florida 32082

ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is John H. Latshaw, Jr.

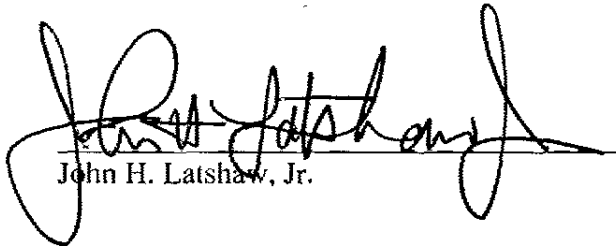
ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: Corporate Reservations. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive Rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares inviting it to exercise its preemptive rights. This right may also be waived by affirmation written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XII: Indemnification. Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of August, 2006.



John H. Latshaw, Jr.

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared John H. Latshaw, Jr., to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

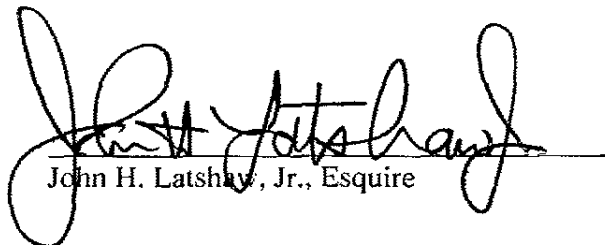
WITNESS my hand and seal this ____ day of August, 2006.

JOEANN ADAMS
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD168713
EXPIRES 12/2/2006
BONDED THRU 1-800-NOTARY1


Notary Public, State of Florida
My Commission Expires:

HAVING BEEN NAMED to accept service of process for URBAN DYNAMICS, INC. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this ____ day of August, 2006.


John H. Latshaw, Jr., Esquire

of Ponte Vedra