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FLORIDA PROFIT/NON PROFIT CORPORATION

Whitmire Properties II, Inc.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
WHITMIRE PROPERTIES II, INC.**

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ARTICLE I

Name and Duration

The name of the Corporation is Whitmire Properties II, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Department of State of the State of Florida.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 815 West Colonial Drive, Orlando, Florida 32804.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 390 North Orange Avenue, Suite 600, Orlando, Florida 32801. The name of the registered agent at such address is G & L Services, Inc.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

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ARTICLE V**Capital Stock**

1. The total number of shares of capital stock which the Corporation has the authority to issue is 750,000 shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE VI**Incorporator**

The name and mailing address of the incorporator of this Corporation is as follows:

Name**Address**

John L. Brewerton, III

390 North Orange Ave, Suite 600
Orlando, Florida 32801

ARTICLE VII**Board of Directors**

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; *provided, however*, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and street addresses of the persons who shall serve as initial directors of the Corporation until the first meeting of the shareholders are as follows:

Name**Address**

Mark Herbert Whitmire

815 West Colonial Drive
Orlando, Florida 32804

Clark Patton Whitmire

815 West Colonial Drive
Orlando, Florida 32804

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ARTICLE VIII**Amendment**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX**Preemptive Rights**

Every shareholder, upon the sale of any additional stock of this Corporation of the same kind, class or series as that which he already holds or of any bonds, debentures, or other securities convertible into stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as early as may be done without the issuance of fractional shares) subject to the same terms and at the same price at which such stock is offered to others.

ARTICLE X**Cumulative Voting**

At all elections of directors, each holder of Common Stock is entitled to as many votes as equals the number of his shares of Common Stock multiplied by the number of directors to be elected, and he may cast all of such votes for a single director or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE XI**Bylaws**

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XII**Indemnification**

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

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REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Whitmire Properties II, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named G & L Services, Inc., located at 390 North Orange Ave, Suite 600, Orlando, Florida 32801, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that he is familiar with 607.0501, Florida Statutes.

REGISTERED AGENT:**G & L Services, Inc.****DATED: November 7, 2006**By: 

John L. Brewerton, Vice President

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