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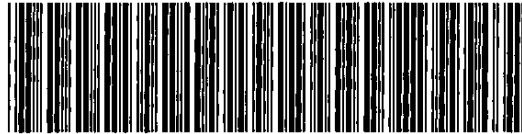
(Business Entity Name)

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# PETERSON & MYERS, P.A.

ATTORNEYS AT LAW • SINCE 1948

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LAKE WALES  
August 2, 2007

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

**Re: Articles of Incorporation of HMG Management Group, Inc.**

To Whom It May Concern:

Enclosed herewith please find this firm's cost account check in the amount of \$78.75 to file the Articles of Incorporation of HMG Management Group, Inc. The charges include the following:

- |                                 |          |
|---------------------------------|----------|
| 1. Filing Fees                  | \$35.00; |
| 2. Registered Agent Designation | \$35.00; |
| 3. Certified Copy               | \$8.75;  |

Please forward the Certified Copy to the following:

Keith H. Wadsworth  
Peterson & Myers, P.A.  
130 E. Central Avenue  
Lake Wales, FL 33853

Should you have any questions, please feel free to give me a call.

Sincerely,

*Keith H. Wadsworth*  
Keith H. Wadsworth

/mr  
enclosure

J. HARDIN PETERSON, SR.  
(1894-1978)

M. DAVID ALEXANDER, III  
PHILIP O. ALLEN  
BRENDA L. APPLIEDORN  
KEVIN A. ASHLEY  
JACK P. BRANDON  
JOSHUA K. BROWN  
PHILIP H. BUSH

DEBRA L. CLINE  
CLINTON A. CURTIS  
JACOB C. DYKXHOORN  
DAVID G. FISHER  
MICHAEL T. GALLAHER  
JOSEPH A. GEARY  
JOHN R. GRIFFITH

DAVID E. GRISHAM  
JONN D. HOPPE  
DENNIS P. JOHNSON  
TIMOTHY E. KILEY  
KEVIN C. KNOWLTON  
DOUGLAS A. LOCKWOOD, III  
WILLIAM M. MIDYETTE, III

CORNEAL B. MYERS  
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KEITH H. WADSWORTH  
THEODORE W. WEEKS, IV  
KERRY M. WILSON  
THOMAS E. BAYNES, JR.  
OF COUNSEL



MICHAEL W. CREWS  
(1941-1991)

**ARTICLES OF INCORPORATION  
OF  
HMG MANAGEMENT GROUP, INC.**  
(a corporation for profit)

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of this corporation is HMG MANAGEMENT GROUP, INC.

**ARTICLE II**  
**DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

**ARTICLE III**  
**PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

**ARTICLE IV**  
**AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is **Five Thousand (5,000) shares** of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

**ARTICLE V**  
**PRINCIPAL OFFICE**

The address of the principal office of the corporation shall initially be as follows: 300 N.W. Phosphate Blvd., Mulberry, FL 33860-0705. The mailing address of the corporation is P.O. Box 705, Mulberry, FL 33860-0705.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office is 300 N.W. Phosphate Blvd., Mulberry, FL 33860-0705 and the name of its initial registered agent at that office is Steven Maxwell.

**ARTICLE VII**  
**MANAGEMENT OF THE CORPORATION'S AFFAIRS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

**ARTICLE VIII**  
**OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

**ARTICLE IX**  
**INITIAL OFFICERS**

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	Steven Maxwell
Secretary:	Johnnie Harden
Treasurer:	John Durham
Vice President:	John Durham
Vice President	Johnnie Harden

**ARTICLE X**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be three. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents

of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The names and addresses of the persons who shall serve as members of the initial board of directors are as follows:

Steven Maxwell  
P.O. Box 705  
Mulberry, FL 33860-0705

John Durham  
P.O. Box 705  
Mulberry, FL 33860-0705

Johnnie Harden  
P.O. Box 705  
Mulberry, FL 33860-0705

### **ARTICLE XI**

### **NAMES AND ADDRESSES OF INCORPORATORS**

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

Steven Maxwell  
P.O. Box 705  
Mulberry, FL 33860-0705

### **ARTICLE XII**

### **BYLAWS**

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

### **ARTICLE XIII**

### **MEETINGS OF THE SHAREHOLDERS**

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

### **ARTICLE XIV**

### **QUORUM AT SHAREHOLDERS' MEETING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

### **ARTICLE XV**

### **AMENDMENT OF ARTICLES**

The corporation reserves the right to amend these Articles of Incorporation, from time to

time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

**IN WITNESS WHEREOF**, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 18<sup>th</sup> day of June, 2007.

Signed, sealed and delivered  
in the presence of:

Lisa Giesel

Print Name:

[Signature]

Print Name:

[Signature]

**STEVEN MAXWELL,**  
as incorporator

**STATE OF FLORIDA  
COUNTY OF POLK**

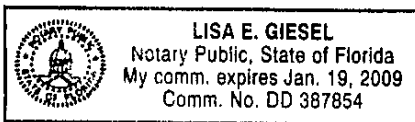
The foregoing Articles of Incorporation was acknowledged before me this 18<sup>th</sup> day of, June, 2007 by **STEVEN MAXWELL**, who is personally known to me or who has produced a drivers license as identification.

Lisa E Giesel

Notary Name:

State of Florida

My Commission Expires:



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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: June 18, 2007

  
**STEVEN MAXWELL**

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