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ACCOUNT NO. : I2000000195 REFERENCE: 669027 81879A AUTHORIZATION : COST LIMIT : ORDER DATE: February 8, 2011 ORDER TIME : 2:33 PM ORDER NO. : 669027-005 CUSTOMER NO: 81879A DOMESTIC FILING NAME: PRESTON MANOR, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX \_\_\_ CERTIFIED COPY CONTACT PERSON: Doreen Wallace - EXT. 2928

EXAMINER'S INITIALS:

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## ARTICLES OF INCORPORATION

TALLAHASSEE, PESKA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

- 1. NAME AND ADDRESS OF CORPORATION: The name of this corporation is: PRESTON MANOR, INC. The mailing and physical address of the corporation is 62 Fordham Lane, Palm Coast, Florida 32137.
  - 2. **DURATION**: The period of its duration is perpetual.
- 3. **PURPOSE**: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. **CAPITAL STOCK**: The corporation is authorized to issue 100 shares of stock, all of one class, at One Dollar (\$1.00) par value.
- 5. **INITIAL REGISTERED OFFICE AND AGENT**: The name and address of the initial registered agent and office of this corporation is as follows:

ANNETTE PRESTON
62 Fordham Lane
Palm Coast, Florida 32137

6. <u>INITIAL ADVISORY BOARD OF DIRECTORS</u>: This corporation shall have an Advisory Board made up of four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1) director.

The name and address of the initial directors of the Advisory Board are:

RICHARD WILLIAMS
11 Chestnut Court
Palm Coast, FL 32137

ANDRE SAMPSON 62 Fordham Lane Palm Coast, FL 32137 JONATHAN SAMPSON 62 Fordham Lane Palm Coast, FL 32137

CLIVE M. SENIOR 1166 Suwanee Road Daytona Beach, FL 32114 7. **INCORPORATOR**: The name and address of the Incorporator signing these Articles of Incorporation is:

ANNETTE PRESTON 62 Fordham Lane Palm Coast, Florida 32137

- 8. **AMENDMENT OF ARTICLES**: This 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.
- 9. <u>MEETINGS BY CONFERENCE TELEPHONE</u>: Members of the Board of Directors may participate in all regular and special meetings of the Board of Directors by means of Conference Telephone or similar communications equipment as provided by law.
- 10. **INDEMNIFICATION**: The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner provided for in the by-laws of this corporation.
- 11. **REMOVAL OF DIRECTORS**: At a meeting of shareholders called expressly for that purpose, any one director, or the entire Board of Director(s), may be removed, with or without cause, by a vote of the holders of 75% of the shares then entitled to vote at an election of directors.
- 12. **INFORMAL ACTION OF DIRECTORS**: If all the directors severally, or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 470 day of Feb., 2011:

Annette Preston, Incorporator

## **ACCEPTANCE BY REGISTERED AGENT**

Having been designated as registered agent to accept service of process for the above-stated corporation, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

ANNETTE PRESTON
Registered Agent

STATE OF FLORIDA COUNTY OF FLAGLER

The foreg	oing instrument was ackno 2011, by <b>ANNETTE PRES</b>	wledged before me this 4 <sup>th</sup> day of <b>TON</b> , who is personally known to me or who
has produced		as identification and who did/did
not take an oath.		

NOTARY PUBLIC

My Commission Expires:



