

No. 0375 P. 1 of 1

### Florida Department of State

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# FLORIDA PROFIT/NON PROFIT CORPORATION Southern Land Company

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Electronic Filing Menu

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#### ARTICLES OF INCORPORATION

OF

#### SOUTHERN LAND COMPANY,

#### a Florida corporation

Article I

<u>Name</u>

The name of the corporation is SOUTHERN LAND COMPANY.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

<u>Purpose</u>

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

Article IV

Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

FAN: H13-54777

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FAN: H13-54777

#### Article V

#### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 660 U.S. Highway One, Third Floor, North Palm Beach, FL 33408, and the name of the initial registered agent of this corporation at the address is Drennen L. Whitmire, Jr., Esquire. The mailing address of this corporation and the street address of this corporation is 12201 Areaca Drive, Wellington, FL 33414.

#### Article VI

#### Initial Board of Directors

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

Name

Address

Drennen L. Whitmire, Jr.

12201 Areaca Drive Wellington, FL 33414

#### Article VII

#### Incorporator

The name and address of the person signing these Articles is:

Name

Address

Drennen L. Whitmire, Jr.

12201 Areaca Drive Wellington, FL 33414

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BAN: H13-54777

2

FAN: H13-54777

#### Article X

#### <u>Amendment</u>

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 shareholder(s) is subject to this reservation.

#### Article XI

#### **Bylaws**

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

#### Article XII

#### Beginning of Corporate Existence

The date when corporate existence shall begin shall be March 8, 2013.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of March, 2013.

DRENNEN I. WHAMIRE, IR

Incorporator

No. 0375 P. 5

FAN: H13-54777

#### Article VIII

#### Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

#### Article IX

#### Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

FAN: H13-54777

Mar. 8. 2013 3:12PM

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.050, and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1	The series of the servicestics	in COTITY ICENTY	AND COLEMANY
1.	The name of the corporation	18: SOUTHERN L	AND CUMPANY

2.	The name a	and address	of the	registered	agent and	office	is:
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DRENNEN L. WHITMIRE, JR.
(NAME)

660 U.S. Highway One, Third Floor
(STREET ADDRESS)

North Palm Beach, FL 33408

(CITY/STATE/2IP)

DRENNEN I. WHITMIRE, IR

TITLE Incorporator

DATE March 8, 2013

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

DRENNENZ. WHITMIRE, JR.

DATE March 8, 2013

FAN: H13-54777

Mar. 8. 2013 3:12PM

FAN: H13-54777

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 8th day of March, 2013, by DRENNEN L. WHITMIRE, JR., who is personally known to me and did not take an oath.

NOTARY PUBLIC

Printed Name of Notary:

Commission No.: \_\_\_\_\_\_
Commission Expiration:

LOIS M. KASIBCHKE

Notaby Public - State of Florida

My Comm. Expires Dec 27, 2018

Commission # EE 941508

Bended Through National Hotary Assa.

(NOTARIAL SEAL)

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