CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000008882

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 535456 3273E

AUTHORIZATION : Patricia Pizzito

COST LIMIT : $ 122.50

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ORDER DATE : February 2, 1995

800001396388

ORDER TIME : 9:29 AM

ORDER NO. : 535456

CUSTOMER NO: 3273E

CUSTOMER: Karen Bohn, Legal Assistant
BAKER & HOSTETLER

Suite 2300, Sunbank Center
200 South Orange Avenue
Orlando, FL 32801

RECEIVED
95 FEB -2 AM 11:16
DIVISION OF CORPORATION

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DOMESTIC FILING

P95000008882

NAME: SOUTH-GRONINGER PROPERTIES, INC.

FILED
95 FEB -2 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXXX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXXX CERTIFIED COPY
______ PLAIN STAMPED COPY
______ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: TM

2-2-95
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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# Articles of Incorporation

# of

# SOUTH-GRONINGER PROPERTIES, INC.

## ARTICLE I

## Name and Duration

The name of the Corporation is SOUTH-GRONINGER PROPERTIES, 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 Secretary of State.

## ARTICLE II

## Principal Office

The address of the principal office of the Corporation is 980 Brightwater Circle, Maitland, Florida 32751.

## ARTICLE III

## Registered Office and Agent

The address of the registered office in the State of Florida is 980 Brightwater Circle, in the City of Maitland, County of Orange. The name of the registered agent at such address is Todd South.

## 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.

## ARTICLE V

## Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 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 |
|---|---|
| Todd South | 980 Brightwater Circle<br>Maitland, Florida 32751 |

## 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 name and mailing address of the person who shall serve as the sole director of the Corporation until the first annual meeting of the shareholders is as follows:

| Name | Address |
| --- | --- |
| Todd South | 980 Brightwater Circle<br>Maitland, Florida 32751 |

## 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

### 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 X

### Indemnification

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

## ARTICLE XI

## Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void *ab initio*.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Maitland, Orange County, Florida, this 1st day of February, 1995.

Todd South

STATE OF FLORIDA )
) SS.
COUNTY OF ORANGE )

1st day of February, 1995, by Todd South on behalf of the corporation as its incorporator. He is personally known to me or has produced ______________________________ as identification.

The foregoing instrument was acknowledged before me this

Karen L. Bohn
(Notary Signature)

(NOTARY SEAL)

Karen L. Bohn
(Notary Name Printed)
NOTARY PUBLIC
Commission No. ______________

KAREN L. BOHN
MY COMMISSION # CC434547 EXPIRES
Se[illegible]mber 10, 1996
BONDED THRU TROY FAIN INSURANCE, INC.

D:\23278\89001\ARTICLES
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# REGISTERED AGENT CERTIFICATE

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

That SOUTH-GRONINGER PROPERTIES, 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 Maitland, County of Orange, State of Flor. [illegible], has named Todd South, located at said registered office, 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, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative to keeping open said office, and further states he is familiar with §607.0501, Florida Statutes.

Todd South

DATED: February 1, 1995

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MILLER, SOUTH & DI MASI, P.A.
ATTORNEYS AT LAW
2699 LEE ROAD, SUITE 120
WINTER PARK, FLORIDA 32789

J. GARY MILLER
J. TODD SOUTH
JOHN L. DI MASI

TELEPHONE
(407) 539-1638

FACSIMILE
(407) 539-2679

April 19, 1996

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*****35.00 *****35.00

Bureau of Corporate Records
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

FILED
96 APR 22 AM 8:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: South-Groninger Properties, Inc.
Articles of Amendment to Articles of Incorporation

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the above referenced corporation for filing, together with our firm's trust account check in the amount of $35.00, for the required fees. I have enclosed a self-addressed stamped envelope for your ease in returning the file-stamped copy to me.

Please contact the undersigned if you have any questions concerning this or require anything further.

Very truly yours,

Tanya L. Cavanaugh

Tanya L. Cavanaugh

tlc
Enclosures

N/C

VS MAY 1 1996

ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION OF
SOUTH-GRONINGER PROPERTIES, INC

FILED
96 APR 22 AM 8:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WHEREAS, the name of the Corporation is SOUTH-GRONINGER PROPERTIES INC.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the laws of the State of Florida, on February 2, 1995; and

WHEREAS, the undersigned Corporation, by and through its Directors and Shareholders and pursuant to the provisions of Section 607.1003 of the Florida Statutes, wishes to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Stockholders and Board of Directors at a meeting held on March 1, 1996, unanimously agreed to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth, by achieving a quorum and by obtaining the proper majority vote in the case of the directors and of the holders of the outstanding common stock of the Corporation as specified in the Corporation's Articles of Incorporation, Bylaws and/or the Florida Statutes, as applicable.

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Articles I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I

The name of the corporation shall be:

T.SOUTH PROPERTIES, INC.

2. Except as modified herein, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 17 day of April, 1996.

SOUTH-GRONINGER PROPERTIES, INC.

By: ____________________
J.TODD SOUTH, President

STATE OF FLORIDA )
) SS.
COUNTY OF ORANGE )

SWORN TO AND SUBSCRIBED before me this 17 day of April, 1996, by J. TODD SOUTH, the President of SOUTH-GRONINGER PROPERTIES,INC., who is (a) ✓ personally known to me or (b) __ has produced ____________________ as identification.

____________________
NOTARY PUBLIC-State of Florida
Print Name KIMBERLY A. O'DOWD
My Commission Expires:

KIMBERLY A. O'DOWD
MY COMMISSION # CC 317314
EXPIRES: September 20, 1997
Bonded Thru Notary Public Underwriters