

P45020009417

ON COMB, INC. OF GAINESVILLE  
1717 NE 9TH STREET, SUITE 110  
GAINESVILLE, FLORIDA 32609  
TELEPHONE: (904) 375-5994  
(904) 375-4039 (FAX)

RANDALL A. BROWN, FINANCIAL PLANNER  
& TAX CONSULTANT

95 FEB -6 AM 7:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 30, 1994

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

600001218676  
-07/01/94--01193--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Gentlemen & Ladies:

Enclosed is a company to be incorporated:

- 1) Pinder-Coleman-Harris, Enterprises, Inc.

We are also enclosing a check, in the amount of \$70.00, for filing fees for the above named company.

Appreciating your courtesies and awaiting your response, I am,

Randall A. Brown

*Randall A. Brown*  
Financial Planner &  
Tax Consultant

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W94-27416

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00671 7/6/94  
(TD)

W94-26693  
W94-14816

W94-34465  
54612



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

July 7, 1994

RANDALL A. BROWN  
1717 NE 9TH STREET  
STE. 110  
GAINESVILLE, FL 32609

SUBJECT: PINDER-COLEMAN-HARRIS, ENTERPRISES, INC.  
Ref. Number: W94000014846

We have received your document for PINDER-COLEMAN-HARRIS, ENTERPRISES, INC. and check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 694A00031405



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 15, 1994

RANDALL A. BROWN  
1717 NE 9TH STREET STE. 110  
GAINESVILLE, FL 32609

SUBJECT: PINDER-COLEMAN-HARRIS, ENTERPRISES, INC.  
Ref. Number: W94000026693

We have received your document for PINDER-COLEMAN-HARRIS, ENTERPRISES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 394A00053192



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 30, 1994

RANDALL A. BROWN  
1717 NE 9TH STREET STE. 110  
GAINESVILLE, FL 32609

SUBJECT: PINDER-COLEMAN-HARRIS, ENTERPRISES INC.  
Ref. Number: W94000027416

We have received your document for PINDER-COLEMAN-HARRIS, ENTERPRISES INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must state the number of shares of authorized stock.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 294A00054612

ARTICLES OF INCORPORATION  
OF

PINDER-COLEMAN-HARRIS, ENTERPRISES, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

I.

NAME

The name of the corporation shall be: PINDER-COLEMAN-HARRIS ENTERPRISES, Inc.

II.

DURATION

The corporation has perpetual duration.

III.

PURPOSE

The corporation is a corporation for profit and is organized for the following purposes:

- (a) To engage in the business of home and land development, Real Estate Construction and, Property Management.
- (b) To conduct its business, carry on its operations, have offices, and exercise its powers granted by these articles and corporate By-laws anywhere in the world;
- (c) To elect and appoint , officers, and define their duties.
- (d) To have and exercise all powers necessary or convenient to effect any or all of the purpose for which the corporation is organized.
- (e) To engage in any and all other business enterprises permissible under the Florida Business Corporation Code.

FILED  
FEB - 6 AM 7:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

IV.  
CAPITAL STOCK

Section 1. The authorized capital of the Corporation shall consist of One Thousand (1000) shares, with a par value of One Dollar (1.00) per share. The corporation may issue fractional share shall have rights identical to those in which a full share is entitled, but in such proportion, in all instances, as such fractional share basis to a full share.

Section 2. At all meetings of the stockholders, each stockholder of record entitled to vote at such meeting shall be entitled to one (1) vote (and a pro rata fraction of vote for each fractional share) for each share of stock standing in his name and entitled to be voted at such meeting. Each stockholder entitled to vote for Directors shall have the right to vote in person or by proxy the number of shares standing in his name on the books of the Corporation for as many persons as there are Directors to be elected.

V.  
PPE-EMPTIVE RIGHT

The share holders of said corporation shall have the right to acquire unissued shares of the same class in proportion to their existing holdings in the event of the proposed sale of the Corporation. The price of each holder shall be no less favorable than the price at which such shares are to be offered to others.

VI.  
OFFICERS & DIRECTORS

Elections of officers & directors will be pursuant to the By-Laws of the Corporation. A two third majority vote will be necessary to elect or remove an officer in the Corporation. There must be at least two (2) officers in the Corporation

VII.  
DIRECTORS

Section 1. The number of Directors constituting the initial Board of Directors shall be five (5) and the names and addresses of the persons are as follows:

Henry Pinder  
205 SW 21st Avenue  
Ocala, Florida 34474

Daisy Pinder  
205 SW 21st Avenue  
Ocala, Florida 34474

## ARTICLES OF INCORPORATION

Lisa Coleman  
2052 SW 2nd Street  
Ocala, Florida 34474

Kennath Coleman  
2052 SW 2nd Street  
Ocala, Florida 34474

Caroll Harris  
351 Fla Avenue  
Fort Laudordale, 33312

Section 2. In furtherance of, and not in limitation of, the power conferred by the laws of the State of Florida, the Board of Directors of this Corporation expressly authorized and empowered to make, alter or repeal, the By-Laws of this Corporation (other than By-Laws provided by the Terms of amendment or repeal only with the approval of the stockholders). In addition to the powers and authorities herein, or by statute, expressly conferred upon it, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised or done by this Corporation, subject, nevertheless, to the laws of the State of Florida and to any other provision herein, and to the By-Laws of this Corporation, as any of such are not constituted by hereafter amended.

## VIII.

### TITLES

The title of the foregoing Articles are solely for identification and shall neither be considered as a part of the Articles nor used to interpret the meaning thereof.

## IX.

### INCORPORATOR

The name and address of the incorporator of this Corporation is:

Henry Pinder  
205 SW 21st Avenue  
Ocala, Florida 34474

## X.

### INDEMNIFICATION

Section 1. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party of any threatened, pending, or completed action, suit, or proceedings whether civil, criminal administrative or investigative (other than by action by or in the right of the Corporation) by reason of the fact that he or she is or was a director, officer, employee, or agent of the

#### ARTICLES OF INCORPORATION

Corporation, or in or was serving at the request of the Corporation as director, officer, employee, or agent of another corporation, partnership, joint venture trust, or other enterprise, against expenses (including attorney's fees), judgement, fines, and amounts paid in settlement actually or reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

Section 2. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgement in its favor by reason of the fact that he or she is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against expenses) including attorney's fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and except that no indemnification shall be made in respect to any claim, issue, or matter as to which person shall have adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation.

Section 3. To the extent that a director, officer, employee or agent has been successful in the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 or Section 2 of this Article XIII or in defense of any claim, issue or matter therein, he or she shall be indemnified against the expenses (including attorney's fees) actually and reasonably incurred by him or her in connection therewith.

Section 4. Any indemnification shall be made by the Corporation only upon a determination that indemnification of the Director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standards of conduct set forth in said Section 1 and Section 2. Such determination shall be made (a) by the Board of Directors who were not parties to such action, suit or proceedings, or, (b) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested Directors so direct, by independent legal counsel in written opinion.



## ARTICLES OF INCORPORATION

Section 5. The Corporation shall to the fullest extent, permitted by the applicable law from time to time in effect, indemnify any and all persons who it shall have power to indemnify under said law from and against any and all of the expenses, liabilities or other matters referred to in or covered by said law; and the indemnification provided by this Article shall not be deemed exclusive for any other rights to which any person may be entitled to under any By-Laws agreement, or disinterested Directors, or otherwise, both as to an action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as a person who has ceased to be a Director, officer, employee or agent and shall insure to the benefit of the heirs, executors and administrators of such a person.

Section 6. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of another corporation, partnership, joint venture trust or other enterprise, against any liability or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article or of Section 145 or successor provisions of the General Business Corporation Law of the State of Florida.

### XI.

#### PRINCIPAL PLACE OF BUSINESS

The principal place and office of this corporation shall be 205 SW 21st Avenue, Ocala, Florida 34474. The Board of Directors, may, from time to time, move the principal office to any other address in Florida.

### XII.

#### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is:

205 SW 21st Avenue  
Ocala, Florida 34474

ARTICLES OF INCORPORATION

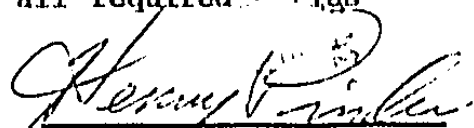
XIII  
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The Registered Agent for this corporation shall be Henry Pinder, 205 SW 21st Avenue, Ocala, who is a resident of the State of Florida.

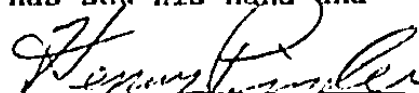
The Board of Directors may from time to time, designate a different Registered Agent, provided that the proper papers are filed with the Office of the Secretary of the State of Florida.

ARTICLES OF INCORPORATION

The undersigned hereby accepts the above designation of Registered Agent and agrees to perform all required duties of Registered Agent.

  
Henry Pinder


IN WITNESS WHEREOF, the undersigned has set his hand and seal on this 30th day of June, 1994.

  
Henry Pinder

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, this day personally appeared Henry Pinder, who executed and subscribed to the foregoing Article of Incorporation, and acknowledge before me that she signed, sealed and acknowledged at the same time, place and in the manner and for the uses and purposes as therein set forth and continued.

WITNESS my hand and official seal on this 20th day of June, 1994.

  
NOTARY PUBLIC, State of Florida

My Commission expires: 6/30/94

