

P95000039541

April 25, 1995

Secretary of State
Corporate Records/Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

900001473729
-05/03/95--01125--003
****122.50 ****122.50

Dear Sir/Madam:

Enclosed find one original and a copy of the Articles of Incorporation of **Bear Creek Development, Inc.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as **Bear Creek Development, Inc.** is appreciated.

Respectfully,

Mikel Lee Perry 95-9681

Mikel Lee Perry

MLP/dw

Enclosure

cc678
cc672
cc671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1995

MIKEL LEE PERRY
ROUTE 2 BOX 100-X
FREEPORT, FL 32439

SUBJECT: BEAR CREEK DEVELOPMENT, INC.
Ref. Number: W95000009681

We have received your document for BEAR CREEK DEVELOPMENT, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 195A00023052



May 15, 1995

995000039541

Ms. Terri Buckley
Corporate Specialist
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

900001473729
5/3/95 01125 003
8/22-50

RE: Letter Number 195A00023052
SUBJECT: BEAR CREEK DEVELOPMENT, INC.
Ref. Number: W95000009681

RECEIVED
MAY 16 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Dear Ms. Buckley:

Please accept the enclosed document for BEAR CREEK DEVELOPMENT, INC. for resubmission. The person listed below reserved the name for me; we are both shareholders in this corporation and I am the initial director and incorporator.

Reserved by: Diane Wilkes
11873 Raintree Drive
Tampa, Florida 33617
RESERVATION # 95000001942

If you need any additional information, please feel free to contact me.

Sincerely,

Mikel Lee Perry

Mikel Lee Perry

CE 95-9681

Enclosures:

Copy of Letter Number 195A00023052
Articles of Incorporation of Bear Creek Development, Inc.

**ARTICLES OF INCORPORATION
OF
BEAR CREEK DEVELOPMENT, INC.**

FILED
JULY 18 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name

The name of this Corporation is: BEAR CREEK DEVELOPMENT, INC.

ARTICLE II

Term of existence

This Corporation shall have perpetual existence, commencing on the filing of these articles.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting every phase of land and real estate development, and any and all other lawful business.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its

notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(l) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors,

officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial office of this Corporation is **Route 2, Box 100-X, Freeport, Florida 32439**, and the name of its initial registered agent at such address is Mikel Lee Perry.

ARTICLE VII

Initial Director

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

Mikel Lee Perry

Route 2, Box 100-X
Freeport, Florida 32439

ARTICLE VIII

Incorporator

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

Name

Address

Mikel Lee Perry

Route 2, Box 100-X
Freeport, Florida 32439

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this the 25 day of April, 1995.


MIKEL LEE PERRY

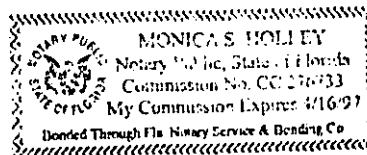
STATE OF FLORIDA
COUNTY OF WALTON

BEFORE ME, personally appeared this day, MIKEL LEE PERRY, known to me to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he made, subscribed and acknowledged the foregoing Articles of Incorporation as his voluntary act and deed, and that the facts set forth therein are true and correct.

WITNESS by hand and official seal this the 25 day of
April, 1995.

Monica S. Holley
Notary Public, State of Florida
My Commission Expires: 4-16-97

(SEAL)



ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated therein, 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.


MIKEL LEE PERRY

Dated: 5-1-95

95 MAY 13 11:23:59
SECRET
TALLAHASSEE, FLORIDA