

P95000070550

Bernard S. Peck
Member FL & NY Bars

Daniel D. Peck
Member FL & NY Bars

Kent A. Skrivan
FL & NY Min. Taxation

Antonio Faga
Member FL & NY Bars

Peck, Skrivan & Faga
Attorneys at Law

Suite 103, First Union Building
5801 Pelican Bay Boulevard
Naples, Florida 34103

Telephone
(941) 566-3600

Telecopier
(941) 566-3977

September 5, 1995

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

4000011580754
-09/08/95--01075--013
***122.50 ***122.50

Re: PSA Properties, Inc.

Dear Sir:

We enclose herewith for filing the original and one copy of the Articles of Incorporation of the above named corporation, together with a check to your order in the amount of \$122.50 representing the filing fee.

Please return a certified copy of these Articles to the undersigned when they have been filed.

Thank you for your attention to this matter.

Sincerely,

D - P

Daniel D. Peck

DDP:jfm

Encs.

secyst/8

SN SEP 13 1995

FILED
25 SEP - 8 PM 1:23
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PSA PROPERTIES, INC.

FILED

SEP-8 PM 1:24

TALLAHASSEE, FLORIDA

EFFECTIVE DATE
SEP 5 1999

ARTICLE I

NAME AND ADDRESS

The name of this corporation is PSA PROPERTIES, INC. and its principal address is 1585 Pelican Avenue, Naples, Florida 33962.

ARTICLE II

DURATION

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized to engage in the business of property management, construction and building supervision, real estate development, and for all other purposes allowed a Florida corporation.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1585 Pelican Avenue, Naples, Florida 33962,

and the name of the initial registered agent of this corporation at that address is Stephen J. Anderson.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are: Stephen J. Anderson, 1585 Pelican Avenue, Naples, Florida 33962 and Patricia Luttrell Anderson, 1585 Pelican Avenue, Naples, Florida 33962.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is: Stephen J. Anderson, 1585 Pelican Avenue, Naples, Florida 33962.

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

SHAREHOLDER QUORUM

Fifty-one percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE X

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger is required, even if that approval is not required by law.

ARTICLE XI

NO REMOVAL OF DIRECTORS

The shareholders of this corporation are not entitled to remove any director from office during his term without cause.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct.

An officer or director shall not be liable to the corporation for any loss or damage sustained by it for any action taken or omitted by him if he in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he believed to be sound accounting and business practice.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them by a two-thirds vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 5th day of September, 1995.



L.S.

STEPHEN J. ANDERSON, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

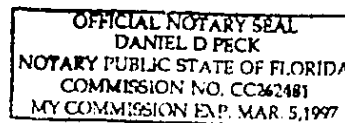
Before me, a notary public authorized to take acknowledgments in the State and County set forth above appeared STEPHEN J. ANDERSON, personally known to me and known by me to be the person who executed these Articles of Incorporation, and he acknowledged before me that as his free act he executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th day of September, 1995.

Daniel D Peck
Notary Public

Daniel D Peck
(Printed Name of Notary)

My Commission Expires:



I, STEPHEN J. ANDERSON, agree to serve as resident agent and accept service for PSA PROPERTIES, INC. at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 5th day of September, 1995.



STEPHEN J. ANDERSON

psa

FILED
SEP 13 PM 1:24
TALLAHASSEE, FLORIDA

P95000070550

Bernard S. Peck
Member FL, CT & NY Bars

Daniel D. Peck
Member FL & CT Bars

Kent A. Skrivan
J.D., LL.M. in Taxation

Antonio Faga
Member FL & NY Bars

Peck, Skrivan & Faga
Attorneys at Law

Suite 103, First Union Building
5801 Pelican Bay Boulevard
Naples, Florida 33963

Telephone
(941) 566-3600

Telecopier
(941) 566-3977

November 29, 1995

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

Re: PSA Properties, Inc.

800001651278
-12/01/95--01066--011
*****35.00 *****35.00

Dear Sir:

We enclose herewith for filing the original of the Amendment to Articles of Incorporation for the above named corporation together with a check to your order in the amount of \$35 which represents the filing fee.

Thank you for your attention to this matter.

Sincerely,



Daniel D. Peck

DDP:jfm

Encs.

secyst

SH DEC - 7 1995

NC

SEC. F. CO.
FBI - TAMPA
55 DEC - 1 PM 12:29

AMENDMENT TO ARTICLES OF INCORPORATION

OF
PSA PROPERTIES, INC.


(To be known as LEGACY HOMES OF NAPLES, INC.)

Article I of the Articles of Incorporation of PSA PROPERTIES, INC. is amended to read as follows:

ARTICLE I

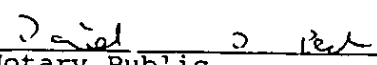
The name of the corporation is LEGACY HOMES OF NAPLES, INC. and its address is 1585 Pelican Avenue, Naples, Florida 33962.

This Amendment has been adopted by unanimous approval of the shareholders of a Board of Directors' Resolution on November 15, 1995 and the Amendment shall be effective on execution and the name of the corporation shall hereafter be known as LEGACY HOMES OF NAPLES, INC.


Stephen J. Anderson, President

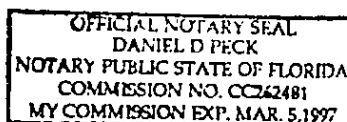
STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to, subscribed and acknowledged before me by Stephen J. Anderson, President, this 21 day of November, 1995.


Notary Public

Daniel D. Peck
My Commission Expires:

artamend



55 DEC -1 PM 12:29