#### 417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)2248870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222 C.C. FEE. DIBBURSED Copilal Expross " 🗹 Art. of Inc. File . NAME \_\_\_ Corp. Record Search FIRM \_ Ltd. Partnership File ADDRESS \_\_\_ Foreign Corp. File ( ) Cert-Copy(s) υī√03796-∓0T069 \*\*\*\*\*70,00 Art. of Amend, File PHONE ( Dissolution/Withdrawal CUS-. ... Regular. Bervice: Top Priority \_\_\_ Flatitious Name File One Day Service Two Day Service Name Reservation \_\_ Return via \_ Annual Report/Reinstatement Reg. Agent Service Matter No.: \_\_\_\_\_ Express Mail No. -**Document Filing** State Fee \$ \_\_\_\_\_ Our \$ \_ ... Corporate Kit Vehicle Search **Driving Record Document Retrieval** EFFECTIVE DATE UCC 1 or 3 File UCC 11 Search **UCC 11 Retrieval** \_ File No.'s, \_ \_\_Copies Courier Service . Shipping/Handling . Phone ( ) Top Priority \_ Express Mall Prep. \_ FAX ( ) SUSTOTALS \_ FEE..... DISBURSED..... SURCHARGE..... JAN - 3 1995 TAX on corporate supplies..... SUBTOTAL REQUEST CONFIRMED **APPROVED** DATE PREPAID..... TIME BALANCE DUE..... CK No. \_\_\_

WALK-IN

Will Pick Up

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum. THANK YOU

from Your Capital Connection

# ARTICLES OF INCORPORATION OF THE HENDERSON GARDENS COMPANY

DIVISION OF CURPORATIONS

96 JAII -3 PH 12: 35

# ARTICLE I - NAME

The name of this corporation is The Henderson Gardens Company.

EFFECTIVE DATE

### **ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing on January 2, 1996.

### **ARTICLE III - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of this Corporation is:

Kirk D. Eicholtz, Esquire Bricklemyer Smolker & Bolves, P.A. 111 E. Madison Street Suite 2400 Tampa, Florida 33602

#### **ARTICLE VI - CORPORATE ADDRESS**

The street address of the Corporation is:

1213 Cleveland Street Clearwater, Florida 34615

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

#### **ARTICLE VIII - BY LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### **ARTICLE IX - INDEMNIFICATION**

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

#### ARTICLE X - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE XI - INCORPORATION**

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

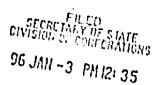
Kirk D. Eicholtz, Esquire Bricklemyer Smolker & Bolves, P.A. 111 E. Madison Street Suite 2400 Tampa, Florida 33602

#### ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of January, 1996.

Kirk D. Eichold



#### **ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 2ND DAY OF JANUARY, 1996.

KIRK D. EICHGLTZ