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REFERENCE : 903985 81528A
AUTHORIZATION :
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ORDER DATE : April 2, 1996

ORDER TIME : 9:47 AM

ORDER NO. : 903985

CUSTOMER NO: 81528A

CUSTOMER: Penny Stoner, Legal Assistant
KENNETH F. OSWALD, ESQ

Suite 110
600 Courtland Street
Orlando, FL 32804

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DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: MAGNOLIA POINT DEVELOPMENT,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION
OF
MAGNOLIA POINT DEVELOPMENT, INC.

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I, the undersigned, being a natural person of legal age do hereby desire to form a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be MAGNOLIA POINT DEVELOPMENT, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To conduct and carry out the business of buying, exchanging, financing, planning, engineering, building, erecting, repairing, selling, leasing, or doing or contracting for the doing of any of the work necessary or required in connection with residential and commercial land development, and generally to do and perform any and all work as a land developer, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the acquisition, planning, engineering, developing and contracting for the development of residential and commercial real property.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or

government and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

To engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of Common Stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of this corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The initial street address of the principal place of business of the corporation shall be 12543 Magnolia Cove Court, Clermont, Florida 34711.

ARTICLE VII

INITIAL DIRECTOR

This corporation shall have ONE (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders. The name and

street address of the sole Director of this corporation who shall hold office for the first year or until his successors are chosen shall be:

Daniel J. Decker
12543 Magnolia Cove Court
Clermont, Florida 34711

ARTICLE VIII

SUBSCRIBER

The name and street address of the Subscriber to these Articles of Incorporation is as follows:

Daniel J. Decker
12543 Magnolia Cove Court
Clermont, Florida 34711

ARTICLE IX

REGISTERED AGENT

The name and address of the Registered Agent to accept service of process within the state on behalf of the corporation is: Kenneth F. Oswald, Suite 110, 600 Courtland Street, Orlando, Florida 32804, and by his signature on the Certificate attached hereto he indicates his acceptance as Registered Agent to act in this capacity pursuant to the laws of this state.

ARTICLE X

INDEMNIFICATION

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he or she may become involved by reason of his or her employment, or by reason of his or her being or having been a director, officer, employee, or agent of this corporation, and any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee, or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee, or agent. The foregoing right of

indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee, or agent is entitled.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter proscribed by statute.

ARTICLE XII

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the date of filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, I, the undersigned, being the sole subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein are true and hereunto set my hand and seal this 28th day of March, 1996.


DANIEL J. DECKER

STATE OF FLORIDA
COUNTY OF ORANGE

28th The foregoing instrument was acknowledged before me this day of March, 1996, by DANIEL J. DECKER.


Notary Public

(Print, type or stamp commissioned name of Notary Public)


Personally Known ☒ or Produced Identification _____

Type of Identification Produced _____

PENNY STONER
Notary Public, State of Florida
My Comm. expires Jan. 5, 1997
Comm. No. CC250212

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, 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.


KENNETH F. OSWALD
Registered Agent

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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