1200 HAYS STREET TALLAHASSEE, EL 32301 904-222-9176 904-222-0391 FAX

800-342-8086



ACCOUNT NO. : 0721000000032

REFERENCE :

910527

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: April 8, 1996

ORDER TIME : 11:44 AM

ORDER NO. : 910527

1000001772621

CUSTOMER NO: 81758A

CUSTOMER: Christine Scolamandre, L.a

DIVOSTA & COMPANY

4500 Pga Boulevard

Palm Bch Garden, FL 33418

#### DOMESTIC FILING

NAME:

HAMMOCK RESERVE DEVELOPMENT

COMPANY

#### EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION \_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY PLAIN STAMPED COPY \_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:



March 28, 1996

**CSC NETWORKS** 



The name HAMMOCK RESERVE DEVELOPMENT COMPANY has been reserved for 120 days beginning March 28, 1996. The reservation number is R96000001612 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 096A00014394

## ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

#### ARTICLE I

#### NAME

The name of this corporation is HAMMOCK RESERVE DEVELOPMENT COMPANY. The street and mailing address of the initial principal office of the corporation is 4500 PGA Boulevard, Suite 400, Palm Beach Gardens Florida 33418.

## ARTICLE II

#### DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

#### ARTICLE III

#### **PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE IV

#### CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock which shall be designated "common shares".

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4500 PGA Boulevard, Suite 400, Palm Beach Gardens, Florida 33418. The initial registered agent of this corporation at that address is OTTO B. DIVOSTA.

#### ARTICLE VI

#### INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws. The name and address of the initial Director of the Board of Directors of this corporation is:

Otto B. Divosta

4500 PGA Boulevard, Suite 400 Palm Beach Gardens, Fl. 33418

#### ARTICLE VII

#### INCORPORATOR

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

Otto B. DiVosta

4500 PGA Boulevard, Suite 400 Palm Beach Gardens, Fl. 33418

IN WITNESS WHEREOF, the above-named incorporator has executed these Articles of Incorporation on the Land day of Control 1996.

Otto B. DiVosta

STATE OF FLORIDA COUNTY OF PALM BEACH

Sworn to and subscribed before me by Otto B. DiVosta, this / day of \_\_\_\_\_\_, 1916. He is personally known to me.

OFFICIAL NOTARY SEAL CHRISTINE SCALAMANDRE
COMMISSION NUMBER
CC404467
MY COMMISSION EXP.
AUG. 31,1998

Notary Public
Print Name: Christine Sealamandae
Commission Expiration: acq 31,1998
Commission Number: CC 404467

CERTIFICATE DESIGNATING A REGISTERED OFFICE AND A REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA; NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

### HAMMOCK RESERVE DEVELOPMENT COMPANY

desiring to organize and qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Palm Beach Gardens, State of Florida, has named Otto B. DiVosta, located at 4500 PGA Boulevard, Suite 400, Palm Beach Gardens, State of Florida, as its agent to accept service of process within this state.

Date: <u>April 1, 1996</u>

Having been named to accept service of process for the above-named corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to the proper and complete performance of my duties.

Otto B Divost

Date: Cocil 1, 1996

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CAPITAL CONNECTION, INC.	ol
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TOLL FREE No. 1-800-342-8062	( Levelopment Company
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5"	Past 30 Days, 18% per Annum. Your Capital Connection

11-2529-7 PONCER SING., THOMASVILLE, GA.

# ARTICLES OF AMENDMENT OF HAMMOCK RESERVE DEVELOPMENT COMPANY

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SECRETARY OF LORIDA
TALLAHASSEE FLORIDA

The undersigned, being all of the shareholders and Directors, for the purpose of amending the Articles of Incorporation of HAMMOCK RESERVE DEVELOPMENT COMPANY, pursuant to the Florida Business Corporation Act, Florida Statutes §§607.1001, et seq., do hereby adopt the following Articles of Amendment previously approved by all of the shareholders and Directors of the Corporation:

#### ARTICLE IV - STATED CAPITAL

"The authorized capital stock of the Corporation shall consist of seven thousand five hundred (7,500) shares of \$1.00 par, common voting stock and seven thousand five hundred (7,500) shares of \$1.00 par, common non-voting stock. The common voting stock shall have one (1) vote per share and shall be the only voting stock permitted to vote on any matter effecting the Corporation and the outstanding shares of the Corporation. The common non-voting stock shall not be permitted any vote whatsoever on any matter effecting the Corporation and the outstanding shares of the Corporation at any time. The provisions with respect to the common voting shares and the common non-voting shares shall be identical save the right of the common voting shares to vote and the no vote provision of the common non-voting shares. provisions of Florida Statutes §607.0732, including any like section of comparable import hereinafter adopted, shall herein govern and an agreement of even date exists between the Shareholders of the Corporation approving and authorizing provisions set forth herein of the common nonvoting shares and common voting shares, including in particular the full and exclusive right of the common voting shares to vote on all matters, one (1) vote per share outstanding, and no right under any circumstances of the common non-voting shares to vote on any matter at any time."

Except to the extent that any of the provisions of these Articles of Amendment are expressly in conflict with the provisions

of the Corporation's original Articles of Incorporation or any previous amendments to the Corporation's original Articles of Incorporation, the Corporation's original Articles of Incorporation and any amendments to the Corporation's original Articles of Incorporation shall remain in full force and effect.

All of the shareholders and Directors previously approved and adopted these Articles of Amendment. The number of votes cast for approval and adoption of these Articles of Amendment was sufficient for approval. These Articles of Amendment are adopted effective the date filed with the Secretary of the State of Florida.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Amendment effective the 2nd day of May, 1997. These Articles of Amendment have been approved by the majority vote of the shareholders.

DIRECTORS:

B. DIVOSTA

SHAREHOLDERS:

OTTO B. DIVOSTA, as initial Trustee of the Otto B. DiVosta Revocable Trust, restated dated January 18, 1990, including any amendments or restatements

thereto

BETTY J// DEVOSTA, as initial Trustee of the Betty J. Divosta Revocable Trust, restated dated January 18, 1990, including any amendments or restatements thereto

divosta6\hammock\articles.amd