

# P960000.42963

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RUSSELL C. SILVERGLATE

1 CERTIFIED IN REAL ESTATE BY  
THE FLORIDA BAR BOARD OF CERTIFICATION  
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SUITE 410 COMPTON FINANCIAL CENTER  
980 NORTH FEDERAL HIGHWAY  
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BROWARD (954) 426-1900  
PALM BEACH (407) 737-7577  
TELECOMER (407) 391-1933

May 10, 1996

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

600001821016  
-05/14/96--01039--005  
\*\*\*\*122.50 \*\*\*\*122.50

Re: New filing - Articles of Incorporation  
Vesta Paxton Corporation

Dear Madam or Sir:

Enclosed are the Articles of Incorporation and our client's check for the filing fee. Included is the fee to return a certified copy of the Articles to us. I have enclosed an envelope for your convenience.

Thank you very much.

Sincerely,

DICKENSON MURDOCH REX AND SLOAN

  
Nan L. Thompson  
Legal Assistant

Enclosures

FILED  
96 MAY 13 PM 3 31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SKB  
5/21/96

**ARTICLES OF INCORPORATION  
OF  
VESTA PAXTON CORPORATION**

FILED  
90 MAY 13 AM 8 31  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE I.**

**NAME**

The name of the Corporation is: VESTA PAXTON CORPORATION.

**ARTICLE II.**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III.**

**PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is:

4548 Sanderling Lane  
Boynton Beach, FL 33436

**ARTICLE V.**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is VESTA PAXTON CORPORATION, and the name of the initial registered agent of this Corporation at that address is:

Russell C. Silvergate, Esq.  
980 North Federal Highway, Ste. 410  
Boca Raton, Florida 33432

**ARTICLE VI.**

**BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The names and addresses of the initial directors are:

William P. Smith  
4548 Sanderling Lane  
Boynton Beach, FL 33436

Kathryn T. Smith  
4548 Sanderling Lane  
Boynton Beach, FL 33436

**ARTICLE VII.**

**CAPITAL STOCK**

This Corporation is authorized to issue One Thousand (1,000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

**ARTICLE VIII.**

**INCORPORATOR**

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

Russell C. Silvergate, Esq.  
980 North Federal Hwy., Ste. 410  
Boca Raton, Florida 33432

**ARTICLE IX.**

**POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

**ARTICLE X.**

**MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

**ARTICLE XI.**

**ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING**

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of May, 1996.


  
\_\_\_\_\_  
RUSSELL C. SILVERGLATE

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 10<sup>th</sup> day of May, 1996, by RUSSELL C. SILVERGLATE. He is personally known to me.



NAN L. THOMPSON  
MY COMMISSION # 00475442 EXPIRES  
September 21, 1999  
BONDED THROUGH TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

[SEAL] Nan L. Thompson

Printed Name of Notary/Serial Number  
My Commission Expires:

### ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of VESTA PAXTON CORPORATION, at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

5/10/96

  
RUSSELL C. SILVERGLATE

FILED

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