

P96000052224

TODD A. STERZOY  
Holland and Knight

(Requestor's Name)

315 South Calhoun Street Suite 600

(Address)

Tallahassee, Florida 32302

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000001867300

-06/19/96--01077--006

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SEABATE COTTAGE, Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 1:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED  
JUN 19 1996  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
SEAGATE COTTAGE, INC.**

FILED  
96 JUN 19 PM 12:08  
COUNTY STATE  
PALM BEACH, FLORIDA

The undersigned, acting as incorporator of SEAGATE COTTAGE, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is:

SEAGATE COTTAGE, INC.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE III. PURPOSE**

The corporation is organized to engage in the ownership and operation of resort real estate and related activities and in any other activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or

intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### ARTICLE V. INITIAL MAILING ADDRESS AND PRINCIPAL OFFICE

The initial mailing address of the corporation is 200 Rhoden Cove Road, Tallahassee, FL 32312. The address of the initial principal office of the corporation is 200 Rhoden Cove Road, Tallahassee, FL 32312.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 200 Rhoden Cove Road, Tallahassee, FL 32312, and the name of the corporation's initial registered agent at that address is DR. LANDON C. MAZYCK.

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Robert R. Feagin, III.	315 South Calhoun Street Suite 600 Tallahassee, Florida 32301

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

### ARTICLE VIII. DIRECTORS

The names and addresses of the initial members of the board of directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Marjorie M. Feagin	3835 Bobbin Mill Road Tallahassee, Florida 32312
Arthur M. Mazyck	2159 Woodley Road Montgomery, Alabama 36111
Earle F. Mazyck	502 N. Cherokee Dothan, Alabama 36303
Landon C. Mazyck	200 Rhodon Cove Road Tallahassee, Florida 32312

### ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares by the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_ day of April, 1996.

  
Robert R. Feagin, III

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

**SEAGATE COTTAGE, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 200 Rhoden Cove Road, City of Tallahassee, County of Leon, State of Florida, has named Landon C. Mazyck as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the applicable provisions of the Florida Business Corporation Act and Chapter 607, Florida Statutes. I am familiar with, and accept, the obligation provided under such statutes relative to keeping open the registered office and providing records.

Landon C. Mazyck

TAL-80212.1

FILED  
96 JUN 19 PM 12:08  
TALLAHASSEE, FLORIDA