

P96000057268

April 29, 1996

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re: Winsong Development Corporation of
North Florida

500001885125
-07/05/96--01048--019
****122.50 ****122.50

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation in the above-captioned matter for filing with your division. Please return one certified copy of the Articles to me for my file.

Also enclosed is a check in the amount of \$122.50 for the cost of Filing Fees, Certification, and Registered Agent.

Thank you for your cooperation in this matter.

Sincerely,

Sydney B. Vestey, Jr.
Sydney B. Vestey, Jr.

SSV/sl

Enclosures-3

FILED
96 JUL -5 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-9-96
KR

ARTICLES OF INCORPORATION
OF
WINSONG DEVELOPMENT CORPORATION OF
NORTH FLORIDA

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Winsong Development Corporation of North Florida.

Article II - Business and Activities

This corporation may, and is organized and authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida.

Article III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share, with consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

Article IV - Term of Existence

This corporation shall have perpetual existence.

Article V - Initial Registered Office and Agent

The street address of the initial principal and registered office of this corporation is 3324 W. University Ave., #111, Gainesville, FL 32605. The name of the initial registered agent of this corporation at that address is Sydney S. Vestey, Jr..

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name of the initial director of this corporation is:

Name	Address
Sydney S. Vestey, Jr.	1149 Live Oak Ave. Daytona Beach, FL 32114

Article VII - Incorporator

The name and address of the person signing these articles is Sydney S. Vestey, Jr. at 3324 W. University Avenue, #111, Gainesville, FL 32605.

Article VIII - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Shareholders.

Article IX - Meetings by Conference Telephone

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

Article X - Action of Directors Without a Meeting

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

Article XI - Indemnification

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

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of April, 1996.

Sydney S. Vestey, Jr.
Sydney S. Vestey, Jr.

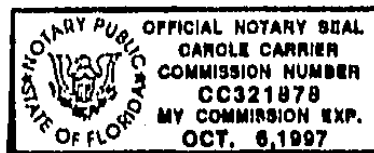
STATE OF FLORIDA

COUNTY OF Volusia

SWORN TO AND SUBSCRIBED before me this 29th day of
April, 1996.

Charles Palmer
Notary Public

My commission expires:



STATE OF FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and the Names and Addresses of the Officers and Directors

The following is submitted in compliance with
Chapter 48.091, Florida Statutes

Winsong Development Corporation of North Florida, a corporation organized under the laws of the State of Florida, with its principal offices at 3324 W. University Ave., #111, in the city of Gainesville, county of Alachua, State of Florida, 32605, has named Sydney S. Vestey, Jr., located at 3324 W. University Dr. #111, City of Gainesville, State of Florida, 32605 as its registered agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Sydney S. Vestey Jr.
Registered Agent
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA