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THOMAS GRADY KEEFE III, P.A.

ATTORNEYS AT LAW  
107 NORTH PALATKA STREET  
POST OFFICE BOX 13247  
PENSACOLA, FLORIDA 32509-3247

FILED

THOMAS G. KEEFE III  
J. STEVEN FORD

96 JUL 19 PM 12:15  
TELEPHONE (904) 432-1100  
FAX (904) 432-3920  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 16, 1996

Secretary of State  
Corporation Division  
Post Office Box 6327  
The Capitol  
Tallahassee, Florida 32304

500001899555  
-07/19/96--01054--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: PROMENADE HOMES, INC.

Dear Sir:

Enclosed herewith is an original and one copy of Articles of Incorporation for the above named corporation and a check in the amount of \$70.00 for the filing fee.

Please file the original of the enclosed Articles of Incorporation and return a copy to this office in the stamped self addressed envelope provided for your convenience. Should you have any questions, please do not hesitate to call me.

Very truly yours,

J. STEVEN FORD  
FOR THE FIRM

JSF/ic

Enclosure

FILES\CORPORAT\PROMENADE.ART

PH  
7/22/96

**ARTICLES OF INCORPORATION  
OF  
PROMENADE HOMES, INC.**

**FILED**

96 JUL 19 PM 12:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I: NAME AND PRINCIPAL OFFICE ADDRESS**

The name of this corporation is PROMENADE HOMES, INC., and its principal office address is 8652 Navarre Parkway, Suite 333, Navarre, Florida 32566.

**ARTICLE II: DURATION**

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

**ARTICLE III: PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, all of one class and series. The whole or any part of the authorized shares of the corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the corporation, having a value as is determined from time to time by the Board of

Directors of the corporation, not less than the par value of the stock so to be issued.

**ARTICLE V: AMENDMENT OF ARTICLES**

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

**ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 107 North Palafox Street, Pensacola, Florida 32501 and the name of this corporation's initial registered agent is J. STEVEN FORD.

**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors is two.

**ARTICLE VIII: INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is Joseph C. Messer, 8652 Navarre Parkway, Suite 333, Navarre, Florida 32566.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of July, 1996.

  
\_\_\_\_\_  
**JOSEPH C. MESSER**  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

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96 JUL 19 PM 12:15

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared JOSEPH C. MESSER, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Articles of Incorporation for the uses and purposes therein mentioned and set forth. He is personally known to me or has produced drivers license as identification and did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 16<sup>th</sup> day of July, 1996.

J. STEVEN FORD  
Notary Public-State of Florida  
Commission expires July 20, 1997  
Commission # CC302963

J. S. Ford  
NOTARY PUBLIC

Printed Name: J. Steven Ford  
Commission No. CC 302963  
Commission Expires: 7/20/97

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, J. STEVEN FORD, hereby accept the appointment as registered agent for PROMENADE HOMES, INC., as set forth in its Articles of Incorporation being filed simultaneously herewith.

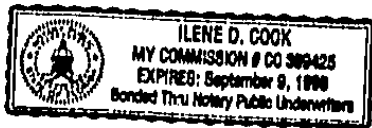
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 16<sup>th</sup> day of July, 1996.

J. S. Ford  
J. STEVEN FORD

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, in and for the said state and county, personally appeared J. STEVEN FORD, to me well known to be the person described in and who freely and voluntarily subscribed the foregoing Acceptance of Appointment as Registered Agent for the uses and purposes therein mentioned and set forth and he acknowledged to and before me that he executed such instrument. He is personally known to me and did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid this 16th day of July, 1996.



Ilene D. Cook  
NOTARY PUBLIC  
Printed Name: Ilene D. Cook  
My Commission No. 00389425  
My commission expires: 9-9-98

**P9600060965**

John Williams  
Requestor's Name  
6750 Indian St.  
Address  
Naples Fl. 34104  
City/State/Zip  
338-2048  
Phone #

300001956553  
-09/25/96--01059--016  
\*\*\*\*\*07.50 \*\*\*\*\*07.50

Office Use Only

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

1. Premiere Homes Inc. P9600060965  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time ☒ Certified Copy  
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

FILED  
96 SEP 25 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 SEP 25 AM 11:13  
DIVISION OF CORPORATION

AM  
CR  
9/25

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

Promenade Homes Inc.

(FURNISH NAMES)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

X

Officers of Promenade Homes Inc. are as listed.

Directors

President - Joseph C. Messer

Vice President - John T. Latham

Secretary - John T. Latham

Treasurer - Joseph C. Messer

Director - John A. Messer

All at corporate address

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TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption:

9-23-96

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_

voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 25<sup>th</sup> of Sept., 19 96

Signature

John T. Latham  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John T. Latham  
Typed or printed name

Vice President Incorporator  
Title