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**PAL0000061429**



PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 028276 158334A

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : July 23, 1996

ORDER TIME : 9:33 AM

ORDER NO. : 028276

CUSTOMER NO: 158334A

CUSTOMER: Richard H. Powell, Esq  
POWELL & STROM, P.A.

92 Eglin Parkway Ne

Fort Walton Bea, FL 32549-2167

5000015002125  
-07/23/96--01109--020  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: CALERA DEVELOPMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 23 PM 1:07

55 JUL 23 PM 1:07  
7/23/96

ARTICLES OF INCORPORATION  
OF  
CALERA DEVELOPMENT, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 23 PM 1:03

ARTICLE I

NAME

The name of this corporation shall be CALERA DEVELOPMENT, INC., hereinafter referred to as the corporation.

ARTICLE II

DURATION

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Florida Department of State.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of acquiring and leasing commercial real estate and conducting all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his

or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI**

##### **PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation is 42 River Road, Panacea, Florida 32346 and the mailing address of the corporation is 42 River Road, Panacea, Florida 32345.

#### **ARTICLE VII**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 42 River Road, Panacea, Florida 32346, and the initial registered agent of the corporation at that address is GERALD LAWHORN.

#### **ARTICLE VIII**

##### **INITIAL BOARD OF DIRECTORS**

The 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 and address of the initial directors of the corporation are:

GERALD LAWHORN

42 River Road  
Panacea FL 32346

**ARTICLE IX**

**INCORPORATORS**

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

GERALD LAWHORN

42 River Road  
Panacea FL 32346

**ARTICLE X**

**BY-LAWS**

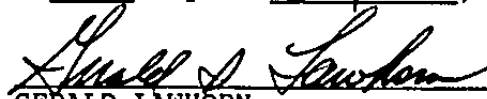
The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI**

**SECTION 1244 STOCK**

It is the intent of this charter that the Directors may sell the capital stock of the corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 22 day of July, 1996.

  
GERALD LAWHORN

STATE OF FLORIDA  
COUNTY OF OKALOOSA

THE FOREGOING INSTRUMENT was acknowledged before me this 22  
day of JULY, 1996, by GERALD LAWHORN, who is  
personally known to me or who has produced  
as identification.

WITNESS my hand and official seal this 22 day of JULY,  
1996.

Marcia Sarapa  
NOTARY PUBLIC  
My commission expires:



"OFFICIAL SEAL"  
Marcia Sarapa  
My Commission Expires 6/15/99  
Commission #CC 384625

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUL 23 PM 1:00

**ACCEPTANCE BY REGISTERED AGENT**

GERALD LAWHORN, named as Registered Agent in the foregoing Articles of Incorporation, accepts the appointment as Registered Agent and acknowledges that he is familiar with, and accepts, the obligations provided for in § 607.0505 Fla. Stat. (1995).

  
GERALD LAWHORN