PROFESSIONAL ASSOCIATION

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August 8, 1996

Corporate Records Bureau Division of Corporations Post Office Box 6327 Tallahassee, Florida 32301 -08/13/36--01063--006 -00/13/36--01063--006 -00/13/36--01063--006 ****122.50 ****122.50

Our Reference No. 637.96176 Re:

Incorporation of Tarcorra Properties, Inc.

Ladies/Gentlemen:

Enclosed please find the following documents in connection with the incorporation of Tarcorra Properties, Inc.:

- Articles of Incorporation and copy for certification; and 1.
- A check in the amount of \$122.50 to cover the following items: (a) \$35.00 for 2. filing fee, (b) \$52.50 for one certified copy of the Certificate of Incorporation, and (c) \$35.00 for certificate designating registered agent.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

> Very truly yours, Frank E. Miller

Frank E. Miller

FEM;kbm **Enclosures**

Kevin J. Corr c:

5780.1

ARTICLES OF INCORPORATION TARCORRA PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation is Tarcorra Properties, Inc.

ARTICLE II Principal Office

The principal office and mailing address of the corporation shall be 14606 S.W. 70th Street, Archer, Florida 32618.

ARTICLE III Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV Nature of Business

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

ARTICLE V Capital Stock

- (a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$0.10 per share.
- <u>Preemptive Rights</u>. Shareholders shall have no preemptive rights.
- (c) Cumulative Voting. Cumulative voting shall not be permitted.
- (d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the

minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 14606 S.W. 70th Street, Archer, Florida 32618, and the name of the initial registered agent of this corporation at that address is Kevin J. Corr.

ARTICLE VII

- (a) <u>Number</u>. This corporation shall have one (1) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Initial Directors</u>. The name and street address of the members of the first board of directors of the corporation are:

Kevin J. Corr 14606 S.W. 70th Street Archer, Florida 32618

- (c) <u>Compensation</u>. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.
- (d) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX Incorporator

The name and street address of the incorporator of this corporation is:

Kevin J. Corr 14606 S.W. 70th Street Archer, Florida 32618

ARTICLE X Amendment

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

Articles the day of June, august	Juni Lon
state of florida } ss county of Alacham }	
The foregoing instrument was a day of June, 1996, by Kevin J. Correction of June, 1996, by Kevin J. Correction J. Correction July Humphreys-Bener My Commission CC546209 Expires Jul. 22, 2000	(Print Name C Sy 6 209 My Commission Expires: Personally known or Produced I.D. NA [check one of the above]

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN PLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, <u>FLORIDA STATUTES</u>, THE FOLLOWING IS SUBMITTED:

TARCORRA PROPERTIES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF ARCHER, STATE OF FLORIDA, HAS NAMED KEVIN J. CORR, LOCATED AT 14606 S.W. 70th STREET, ARCHER, FLORIDA 32618, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Kevin J/ Corr

Dated: Jujie

, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, IT HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Kevin J. Corr

angust

Dated:

<u>2</u>, 1996