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ATTORNEY AT LAW

SOUTHTRUST BANK BUILDING 150-2ND AVENUE NORTH, SUITE 1280 St. Petersburg, Florida 33701

November 27, 1996

Текерноне (813) 821-3996

CIVIL TRIAL PATERS

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

Re: Oxford, Inc.

Dear Sir or Madam:

We enclose the following items:

- (1) Original and one copy of Articles of Incorporation for the referenced corporation;
- (2) Our check payable to your office in the amount of \$122.50 for a filing fee and return of a certified copy of the Articles of Incorporation to this office.

Please file the original articles.

Thank you for your cooperation.

Very truly yours,

JERE' M. (FISHBACK, Esquire

JMF/cc Enclosures

cc: Oxford, Inc.

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JERÉ M. FISHBACK ATTORNEY AT LAW

SOUTHTRUST BANK BUILDING 150-2nd Avenue North, Suite 1686 910 ST. PETERSBURG, FLORIDA 33701

Тилирноми (813) 821-3996 *BOARD CERTIFIED CIVIL TRIAL LAWYER

December 11, 1996

Ms. Terri Buckley Corporate Specialist Florida Department of State Division of Corporations Post Office Box 6327 Taliahassee, FL 32314

RE:

Your Subject: Oxford, Inc. Ref. Number: W96000025462

Dear Ms. Buckley:

Per your letter of December 5, 1996, copy attached, my client has changed the name of his business from Oxford, Inc. to Oxford Property Management, Inc. and I have enclosed an original and one copy of the Articles of Incorporation. Please file the Articles of Incorporation for Oxford Property Management, Inc. and return a certified copy to my office.

I have not enclosed a check for the filing fees, as you are holding the check I sent with the Articles of Incorporation for Oxford, Inc. This check was for the \$122.50 filling fee, please apply that check to the filing fee for Oxford Property Management, Inc.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JERE'M. FISHBACK, Esquire and the property of the property of

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JMF/cc **Enclosures**



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 5, 1996

JERE M. FISHBACK 150-2ND AVE. NO STE 1280 ST PETERSBURG, FL 33701

SUBJECT: OXFORD, INC. Ref. Number: W96000025462

We have received your document for OXFORD, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 496A00054552

ARTICLES OF INCORPORATION

OF

OXFORD PROPERTY MANAGEMENT, INC.

ARTICLE I. NAME

The name of this corporation is OXFORD PROPERTY MANAGEMENT, INC.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of owning, managing, and/or leasing real and personal property and for all other lawful purposes.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) 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 this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 1139 - 42nd Avenue No., St. Petersburg, FL 33703 and the name of the initial registered agent of this corporation at that address is Kenneth Pfrengle.

ARTICLE VII. INITIAL PRINCIPAL OFFICE & MAILING ADDRESS

The initial principal office and mailing address of this corporation is 1139 - 42nd Avenue No., St. Petersburg, FL 33703.

ARTICLE VIII. IMITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of initial director of this corporation are:

Kenneth Pfrengle 1139 - 42nd Avenue No. St. Petersburg, FL 33703

ARTICLE IX. INCORPORATOR

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

Kenneth Pfrengle 1139 - 42nd Avenue No. St. Petersburg, FL 33703

ARTICLE X. BYLAWS

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

ARTICLE XI. RESTRICTIONS ON STOCK TRANSFER

Shares held by the initial shareholders of this corporation may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIII. INDEMNIFICATION

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

ARTICLE XIV. AMENDMENT

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

IN WITNESS WHEREOF the undersigned subscriber has executed
these Articles of Incorporation on $11-22-96$, 1996.
WENNETH PFRENGLE
STATE OF FLORIDA) COUNTY OF PINELLAS)
BEFORE ME personally appeared KENNETH PFRENGLE to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who is personally known or produced as identification.
WITNESS my hand and official seal this 22 day of

My Commission Expires:

November, 1996.



JULIE A JONES My Commission CC370971 Expires May, OU, 1998 Bonded by AND 8/04/02-2878

ACCEPTANCE BY REGISTERED AGENT

STATE OF FLORIDA) COUNTY OF PINELLAS)
I HEREBY ACKNOWLEDGE that I am familiar with and accept the duties and responsibilities as registered agent for said corporation. KENNETH PFRENGLE
of November 1996. SWORN TO and SUBSCRIBED before me this 22 nd day day november 1996.
My Commission Expires: My Commission CC370971 Expires May. 00, 1998 Bonded by ANB 800-852-5876 Produced I.D/Form of I.D