

GENE H. GODBOLD GRANT T. DOWNING MICHAEL J. SHEAHAN WILLIAM P. BATTAGLIA JOHN HOWELL BILL

JANET M. LOWER

222 WEST COMSTOCK AVENUE SUITE IOI WINTER PARK, FLORIDA 32789 POST OFFICE BOX 1984
WINTER PARK, FLORIDA 32790
TELEPHONE (407) 647-4418
FACSIMILE (407) 647-2089

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February 17, 1997

### VIA FEDERAL EXPRESS

Mr. John Hall Hall's Air Freight Post Office Box 6332 464 E. Freddy Martin Tallahassee, FL 32301

Re:

**Epoch Properties/Turnbury Park Apartments** 

Dear John:

Enclosed please find the following:

- 1. Original Certificate of Limited Partnership of Turnbury Park Apartments, Ltd.
- 2. Original Turnbury Park Apartments, Ltd. Affidavit of Capital Contributions.
- 3. Counterpart originals of Articles of Incorporation of EPI-Turnbury, Inc.
- 4. Check in the amount of \$1,960.00.

Please file the above with the Secretary of State, obtain a certified copy of the Partnership Certificate and the Articles of Incorporation, and return to us via Federal Express.

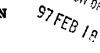
If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Sincerely yours,

Gene H. Godbold

GHG/cah Encls. Rady

## ARTICLES OF INCORPORATION



OF

#### EPI-TURNBURY, INC.

The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

### ARTICLE I

### Name

The name of the Corporation shall be EPI-TURNBURY, INC.

#### ARTICLE II

## Principal Office

The principal office of the Corporation is located at 359 Carolina Avenue, Winter Park, Florida 32789.

### ARTICLE III

# Corporate Purposes, Power and Rights

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

## ARTICLE IV

# Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

### ARTICLE V

# Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

### ARTICLE VI

# Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 359 Carolina Avenue, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be James H. Pugh, Jr.

### ARTICLE VII

## Initial Board of Directors

The initial Board of Directors shall consist of one (1) person. The name and address of the person who shall serve as Director of the Corporation until the first meeting of shareholders is:

Name

Address

James H. Pugh, Jr.

359 Carolina Avenue Winter Park, Florida 32789

### ARTICLE VIII

#### Incorporator

The name and address of the incorporator of the Corporation is:

James H. Pugh, Jr. 359 Carolina Avenue Winter Park, Florida 32789

## ARTICLE IX

## Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in <u>Florida Statutes</u> §607.0630.

JAMES H. PUGH, JR., Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this Who day of February, 1997, by JAMES H. PUGH, JR. [ who is personally known to me or [ ] has produced \_\_\_\_\_\_ as identification.

Emily M. Cichon NOTARY PUBLIC

My Commission Expires:



EMILY M CICHON My Commission CC439678 Expires Mar 02, 1969 Bonded by HAI 800-422-1555

# ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

JAMES H. PUGH, JR. Registered Agent

Date: Eliulan

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