

P97000015960

DIVISION OF CORPORATIONS

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FIRST REGENCY CORPORATION

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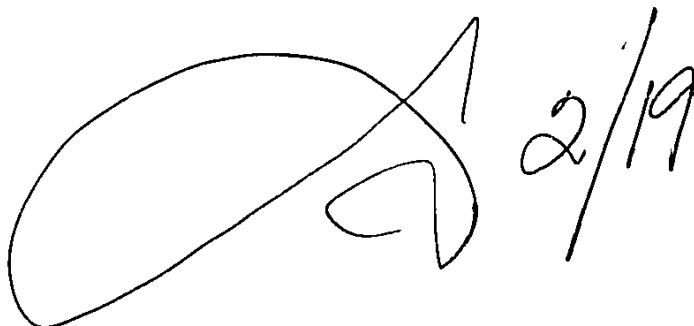
Thank you,



SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 FEB 17 PM 4:10

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ARTICLES OF INCORPORATION
OF
HIGH SPRINGS VILLAGE, INC.

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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 1

1.1) **Name**: The name of this corporation is HIGH SPRINGS VILLAGE, INC.

ARTICLE 2

2.1) **Purpose**: The purpose or purposes for which the corporation is organized are to engage in any activity or business(s) permitted under Chapter 607 of the Florida Statutes.

2.2) **Powers**: The corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 3

3.1) **Capital Stock/Number of Shares**: The aggregate number of shares which the corporation is authorized to issue is 100,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE 4

4.1) **Corporate Existence**: Corporate existence shall begin on the date these articles of incorporation are filed.

4.2) **Period of Duration**: The period of duration of this corporation is perpetual.

ARTICLE 5

5.1) **Initial Registered Office & Agent**: The street address of the initial registered office of this corporation is 824 Elkcam Boulevard, Port Charlotte, Florida, 33952, and the name of the initial registered agent of this corporation at that address is Stanley J. Kazwell, Sr.

5.2) Principal Business Office: The principal business office of this corporation is 824 Elcam Boulevard, Port Charlotte, Florida 33952, or at such other place as the Board of Directors of this corporation may designate.

ARTICLE 6

6.1) Initial Board of Directors: The corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the person who shall serve as the director until the first meeting of the shareholders, or until their successor shall have been elected and qualified, is as follows:

Stanley J. Kazwell, Sr.
Post Office Box 3650
Port Charlotte, Florida 33952

ARTICLE 7

7.1) Incorporator: The name and address of the initial incorporator is as follows:

Stanley J. Kazwell, Sr.
Post Office Box 3650
Port Charlotte, Florida 33952

ARTICLE 8

8.1) Pre-emptive Rights: The holders of the common stock of this entity shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, a pro rata portion of:

- A) Any stock that the corporation may issue or sell, whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof; and
- B) Any obligation that the corporation may issue or sell which is convertible or exchangeable for any stock of the corporation or to which is attached or pertinent to any warrant or warrants or other instrument or instruments conferring upon the holder the rights to subscribe for or purchase from the corporation any shares of its' stock.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is hereby submitted: HIGH SPRINGS VILLAGE, INC., desiring to organize or to qualify under the laws of the State of Florida, with its' principal place of business at 824 Elkcam Boulevard, Port Charlotte, Florida 33952, has named Stanley J. Kazwell, Sr. as its' agent to accept service of process within Florida.

SIGNATURE: _____

Stanley J. Kazwell, Sr.

Incorporator/Corporate Officer

Date: January 29, 19 97

Having Been named to accept service of process for the above stated corporation, at the place designated in this certificate, I 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.

SIGNATURE: _____

Stanley J. Kazwell, Sr.

Date: January 29, 19 97

IN WITNESS WHEREOF, the undersigned has made and executed these
Articles of Incorporation at Port Charlotte, Florida

SEAL:


Stanley J. Kazwell, Sr.

STATE OF FLORIDA

COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before, a Notary Public, duly
authorized to take acknowledgements, personally appeared Stanley J.
Kazwell, Sr., to me known to be the person described as incorporator
in and who executed the foregoing Articles of Incorporation, and he acknow-
ledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal this 29th day of January
1997.

My Commission expires (seal below) _____, 19 ____.


NOTARY PUBLIC



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SECRETARY OF STATE
TALLAHASSEE FLORIDA