

MOORE, KESSLER & MOORE
ATTORNEYS AT LAW

JAMES E. MOORE
SIEGFRIED F. KESSLER
BERT MOORE

BRET A. MOORE
BART O. MOORE

102 BAYSHORE DRIVE
P. O. BOX 746
NICEVILLE, FLORIDA 32588

(904) 678-1121
FAX (904) 678-8327

P97000016418

January 29, 1997

300002096389--9
-02/25/97--01041--011
***122.50 ***122.50

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Aplin Court, Inc.

Dear Sir:

Please find enclosed the articles of incorporation for the above-referenced corporation, along with this firm's check in the amount of \$122.50 for filing fees.

Thank you for your assistance in this matter. If there are any questions, please do not hesitate to contact us.

Sincerely,

James E. Moore

JEM/jc

Enclosures

EFFECTIVE DATE
2-16-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 20 PM 3:05

Handwritten notes and signatures: "2/20", "W97-2789", "Rec. 2/4", and a large signature.

MOORE, KESSLER & MOORE
ATTORNEYS AT LAW

JAMES E. MOORE
SIEGFRIED F. KESSLER
BERT MOORE

BRET A. MOORE
BART O. MOORE

102 BAYSHORE DRIVE
P. O. BOX 746
NICEVILLE, FLORIDA 32588

(904) 678-1121
FAX (904) 678-8327

February 18, 1997

Florida Secretary of State
Division of Corporations
ATTN: LORIA POOL
P. O. Box 6327
Tallahassee, Florida 32314

Re: Aplin Court, Inc.

Dear Ms. Pool:

Per our telephone conversation today, please find enclosed the Articles of Incorporation for the above-referenced corporation. As you stated in our conversation, you already have received and are holding the filing fee of \$122.50.

Thank you for your assistance in this matter. If there are any questions, please do not hesitate to contact us.

Sincerely yours,



Deborah E. Eller, ALS
Assistant to Bert Moore

ide

Enclosure

**ARTICLES OF INCORPORATION
OF
APLIN COURT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 20 PM 3:05

ARTICLE I - NAME

The name of this corporation is **Aplin Court, Inc.**

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of signing of the Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of development of apartment units and for transacting any or all lawful business as allowed under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

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

ARTICLE VI - STOCKHOLDER AND CORPORATION OPTION TO PURCHASE STOCK

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the stockholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

ARTICLE VII - INITIAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 1793 Fim Boulevard, Fort Walton Beach, Florida 32547.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 102 Bayshore Drive, Niceville, Florida 32578 and the name of the initial registered agent of this corporation at this address is James E. Moore.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors 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 names and addresses of the initial directors of this corporation are:

Jimmy Whitfield, President and Director
1793 Fim Boulevard
Fort Walton Beach, Florida 32547

Keith Rockman, Secretary and Director
1793 Fim Boulevard
Fort Walton Beach, Florida 32547

ARTICLE X - INCORPORATORS

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

James E. Moore
102 Bayshore Drive
Niceville, Florida 32578

ARTICLE XI - BY-LAWS

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

ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - AMENDMENT

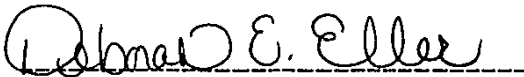
This corporation reserves the right to amend or repeal any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 18th day of February, 1997.


James E. Moore

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 18th day of February, 1997 by James E. Moore who is personally known to me or who has produced _____ as identification.



Notary Public - State of Florida



Stamp:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That **Aplln Court, Inc.**, desiring to organize under the laws of the State of Florida with its principal office in the city of Fort Walton Beach, Florida, has named James E. Moore, located at 102 Bayshore Drive, Niceville, Florida 32578, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the act in this in capacity, and agree to comply with the provision of said act relative to keeping open said office.

Dated this 18th day of February, 1997.

By: 

James E. Moore
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 20 PM 3:05