

**PAMELA MILTON ROBB, P.A.**

**ATTORNEY AND COUNSELOR AT LAW**

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March 3, 1997

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Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

*Re: Oak Valley Development Corporation*

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of Oak Valley Development Corporation, to be filed with your office. Also enclosed please find this firm's check in the amount of \$122.50 to cover the fee of filing same.

If you should have any questions regarding this matter, please feel free to contact me.

Sincerely yours,

*Cynthia A Gerber-Bradfield*

Cynthia A. Gerber-Bradfield  
Legal Assistant to  
PAMELA M. ROBB

:cagb  
Enclosures

*3/4*

**FILED**  
97 MAR -4 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**OAK VALLEY DEVELOPMENT CORPORATION**

**FILED**  
**97 MAR -4 PM 3:36**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is **OAK VALLEY DEVELOPMENT CORPORATION.**

**ARTICLE II - DURATION**

The duration of the corporation is perpetual.

**ARTICLE III - PURPOSE**

The general purposes for which the corporation is organized are:

(1) To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

(2) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - CAPITAL STOCK**

(1) The total number of shares of capital stock authorized to be issued by the corporation shall be 7,500 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(2) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The initial street address of the principal office of this corporation in the State of Florida will be 1311 South Vineland Road, Winter Garden, Florida 34787. The Board of Directors may from time to time move the principal office to any other address in Florida. the name of the initial registered agent of this corporation is **PAMELA M. ROBB**, 1311 South Vineland Road, Winter Garden, Florida 34787.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increase from time to time by the Bylaws, but shall never be less than one. The name and address of the person who is to serve as the member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Robert A. Davis	1311 South Vineland Road Winter Garden, Florida 34787

#### **ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Pamela M. Robb	1311 South Vineland Road Winter Garden, Florida 34787

#### **ARTICLE VIII - PREEMPTIVE RIGHTS**

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation including, but not limited to, cash, other property, services, the acquisition of other corporation's shares or property through merger or the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

#### **ARTICLE IX - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2<sup>nd</sup> day of March, 1997.

  
PAMELA M. ROBB

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of March, 1997, by PAMELA M. ROBB, who is personally known to me.

  
NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITH 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:

That **OAK VALLEY DEVELOPMENT CORPORATION**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Winter Garden, County of Orange, State of Florida, has named **PAMELA M. ROBB**, located at 1311 South Vineland Road, City of Winter Garden, County of Orange, State of Florida 34787, 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 the place designated in this certificate, I hereby accept said designation, and agree to comply with the provision of said Act relative to said capacity.

By: 

**PAMELA M. ROBB**, Registered Agent

**FILED**  
97 MAR -4 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA