

P97000027371



ACCOUNT NO. : 072100000032

REFERENCE : 308202 4724134

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 26, 1997

ORDER TIME : 11:26 AM

ORDER NO. : 308202-005

CUSTOMER NO: 4724134

CUSTOMER: Ronald W. Black, Esq  
RONALD W. BLACK, ESQ

112 South Lake Avenue

Orlando, FL 32801

400002125174--5  
-03/26/97--01120--004  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: WELLINGTON CAPITAL  
INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 MAR 26 PM 3:07  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

8N MAR 26 1997.

ARTICLES OF INCORPORATION  
OF  
WELLINGTON CAPITAL INVESTMENTS, INC.

FILED  
97 MAR 26 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is WELLINGTON CAPITAL INVESTMENTS, INC.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business and the business of acquiring, constructing, developing, leasing, marketing, investing, purchasing, selling, and/or brokering of real estate and property and any interest therein, and any business related thereto.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at 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. The number of authorized shares shall be 1,000 shares at \$1.00 par value.

**Article V - Registered Agent**

The street address of the initial registered office of this corporation is 5482 Central Florida Parkway, Orlando, Florida 32821, and the name of the initial registered agent and officer of this corporation at that address is **RICHARD J. PEARCE.**

**Article VI - Initial Board of Directors**

This corporation shall have **one (1) director** 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 name and address of the initial director of this corporation are:


**Name****Address:****Joseph G. Demko****5482 Central Florida Parkway  
Orlando, Florida 32821****Article VII - Incorporator**

The name and address of the person signing these Articles are:  
**JOSEPH G. DEMKO, 5482 Central Florida Parkway, Orlando, Florida 32821.**

**Article VIII - By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 24<sup>th</sup> day of March, A.D. 1997.

  
\_\_\_\_\_  
Joseph G. Demko

STATE OF FLORIDA  
DEPARTMENT OF STATE


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

The following is submitted in compliance with Chapter 48.091, Florida  
Statutes:

**WELLINGTON CAPITAL INVESTMENTS, INC.**, a corporation organized  
(or organizing) under the laws of the State of Florida, with its principal office at  
5482 Central Florida Parkway, Orlando 32821, has named **RICHARD J.**  
**PEARCE**, at 5482 Central Florida Parkway, Orlando 32821, as its agent to  
accept service of process within this State.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to keep the office  
open during prescribed hours, to post my name (and any other officers of said  
corporation authorized to accept service of process at the above Florida designated  
address) in some conspicuous place in the office, as required by law.

  
**Richard J. Pearce**  
Resident Agent

FILED  
97 MAR 26 PM 3:08  
TALLAHASSEE, FLORIDA