

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
97 MAR 28 PM 3:31  
RECEIVED  
TALLAHASSEE, FLORIDA

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAAP

WALK-IN Will Pick Up 3/28/97

No 53786

RE: Leatherwood Properties  
of Peabody, Inc.

C.C. FEE. DISBURSED

Capital Express™  
Art. of Inc. File \_\_\_\_\_  
Corp. Record Search \_\_\_\_\_  
Ltd. Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
☒ Copy(s) \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
Dissolution/Withdrawal \_\_\_\_\_  
C U S- \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Name Reservation \_\_\_\_\_  
Annual Report/Reinstatement \_\_\_\_\_  
Reg. Agent Service \_\_\_\_\_  
Document Filing 100002127801-1  
Corporate Kit 03/28/97 01056-020  
Vehicle Search \*\*\*70.00 \*\*\*35.00  
Driving Record 70.00  
Document Retrieval \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
File No.'s, \_\_\_\_\_ Copies \_\_\_\_\_  
Courier Service \_\_\_\_\_  
Shipping/Handling \_\_\_\_\_  
Phone ( ) \_\_\_\_\_  
Top Priority \_\_\_\_\_  
Express Mail Prep. \_\_\_\_\_  
FAX ( ) \_\_\_\_\_ pgs. \_\_\_\_\_

## SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

**ARTICLES OF INCORPORATION  
OF  
LEATHERWOOD PROPERTIES OF PEABODY, INC.**

**FILED**

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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 this corporation is **LEATHERWOOD PROPERTIES OF PEABODY, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Florida Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of engaging in and transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the purpose of the corporation or necessary and desirable in order to accomplish them.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares of which the corporation is authorized to issue is 3750 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

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

The street address of the initial registered office of the corporation is 401 E. Chase St., Suite 105, Pensacola, FL 32501, and the name of the initial registered agent of this corporation at that address is David A. Brannen.

#### ARTICLE VI - INITIAL MAILING AND OFFICE ADDRESSES

The initial principal business office of the Corporation in the State of Florida is 401 E. Chase St., Suite 105, Pensacola, FL 32501. The initial mailing address of this Corporation is P.O. Box 1342, Quechee, VT 05059.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in the manner provided by the bylaws; however, there shall never be less than one director nor more than five. The name and mailing addresses of the initial Director of the Corporation are:

Loretta Leatherwood

P.O. Box 1342, Quechee, VT 05059

#### ARTICLE VIII- INCORPORATOR

The name and address of the Incorporator is Loretta Leatherwood, P.O. Box 1342, Quechee, VT 05059.

#### ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

Except as may be otherwise specifically provided in these Articles of Incorporation, this Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Shareholders.

#### ARTICLE XI - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles


of Incorporation on this 26 day of March, 1997.

  
LORETTA LEATHERWOOD

STATE OF  
COUNTY OF

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of March, 1997, by Loretta Leatherwood, who is personally known to me or who produced the following as identification: License (Drivers).

NOTARY PUBLIC

  
Signature of Notary

LINDA B. Bedell  
Printed name of Notary

Notary commission #: \_\_\_\_\_  
Commission expires: 2/99

(Seal or Stamp)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Agent of LEATHERWOOD PROPERTIES OF PEABODY, INC. which is contained in the foregoing Articles of Incorporation and acknowledges that he is familiar with and accepts the obligations provided for in Section 607.0505, Florida Statutes.

DATED this 27<sup>th</sup> day of March, 1997.

  
DAVID A. BRANNEN  
Registered Agent

FILED  
67 MAR 28 PM 3:31  
NOTARY PUBLIC  
FLORIDA