

P970000 28658



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 311250 95557A

AUTHORIZATION :

*Patricia Projects*  
COST LIMIT : \$ 122.50

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ORDER DATE : March 28, 1997

ORDER TIME : 9:41 AM

900002126929--6

ORDER NO. : 311250-005

CUSTOMER NO: 95557A

CUSTOMER:

DUVAL ROYAL INVESTMENTS, INC.

4347-10 University Boulevard, s

Jacksonville, FL 32216

FILED  
97 MAR 31 AM 9:27  
SEARCHED INDEXED  
TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: HC DEVELOPERS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: SL

*197-785*

REC MAR 3 1997

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142 29 117  
1340



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
97 MAR 31 1998  
DIVISION OF CORPORATIONS

March 28, 1997

CSC NETWORKS  
1201 HAYS ST.  
TALLAHASSEE, FL 32301-2607

SUBJECT: HC DEVELOPERS, INC.  
Ref. Number: W9700007257

**RESUBMIT**  
Please give original  
submission date as file date

We have received your document for HC DEVELOPERS, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 997A00015827

NO CONFLICT  
ON NAME  
PER LORIA  
AT STATE

EFFECTIVE DATE  
3/27/97

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97 MAR 31 AM 9:27

SECRETARIAL  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HC DEVELOPERS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME AND ADDRESS**

Section 1.1 Name. The name of the corporation is HC DEVELOPERS, INC.

Section 1.2 Address. The principal office and mailing address of the corporation shall be 4347-10 University Boulevard South, Jacksonville, Florida 32216.

**ARTICLE II**

**DURATION**

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSE**

Section 3.1 Purpose. The purpose for which the corporation is organized, subject to the provisions of the Florida Business Corporation Act, is to acquire, improve, manage, own, hold, lease and sell that tract of land located in Duval County, Florida which is described in the attached Exhibit A, and to take any and all actions and do any and all things necessary or appropriate to the accomplishment of same.

**ARTICLE IV**

**CAPITAL STOCK**

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of voting common stock having a par value of \$1.00 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 4347-10 University Boulevard South, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is Peter D. Sleiman.

Section 5.2 Acceptance by Registered Agent. By executing these Articles, the registered agent hereby accepts his appointment and agrees to act in this capacity and to comply with the provisions of the Florida Statutes governing same.

## ARTICLE VI

### DIRECTORS

Section 6.1 Number. This corporation shall have four (4) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Anthony T. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216
Peter D. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216
Eli T. Sleiman, Jr.	4347-10 University Boulevard South Jacksonville, Florida 32216
Joseph E. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216

Section 6.3 Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

## ARTICLE VII

### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

## ARTICLE VIII

### INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Peter D. Sleiman	4347-10 University Boulevard South Jacksonville, FL 32216

## ARTICLE IX

### BANKRUPTCY; LIQUIDATION

Section 9.1 Bankruptcy; Liquidation. The corporation shall not, without the affirmative vote of one hundred percent (100%) of its directors and shareholders: institute proceedings to be adjudicated bankrupt or insolvent; or consent to the institution of bankruptcy or insolvency proceedings against it; or file a petition seeking, or consent to, reorganization or relief under any applicable federal or state law relating to bankruptcy; or consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator (or other similar official) of the corporation or a substantial part of its property; or make any assignment for the benefit of creditors; or admit in writing its inability to pay its debts generally as they become due; or liquidate or dissolve the corporation in whole or in part, consolidate, merge or enter into any form of consolidation with or into any other entity; or convey, transfer or lease its assets substantially as an entirety to any person or entity; or permit any entity to consolidate, merge or enter into any form of consolidation with or into the corporation; or take any corporate action in furtherance of any such action.

## ARTICLE X

### AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation. Notwithstanding anything to the contrary contained in these Articles, the corporation may not amend Articles II, III, IV, VII, IX and X hereof, so long as any indebtedness remains outstanding to AmSouth Bank of Florida (or any successors or assigns thereof) by the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 27<sup>th</sup> day of March, 1997.

  
Peter D. Sleiman

FILED  
97 MAR 31 AM 9:28  
TALLAHASSEE, FLORIDA  
STATE OF FLORIDA  
JUDGE

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 1997, by Peter D. Sleiman who is personally known to me.

  
\_\_\_\_\_  
Notary Public  
Printed Name \_\_\_\_\_

My Commission Expires:

A0423

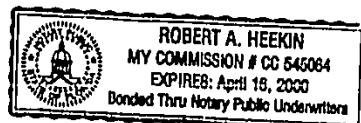


Exhibit A

A portion of Section 31, Township 2 South, Range 29 East, also known as a portion of Lots 2, 3 and 7, as shown on the plat of Hampton Court, pending recording, Duval County, Florida, and being more particularly described as follows: Commence at the intersection of the northerly right-of-way line of Beach Boulevard (State Road No. 212, a 200 foot right-of-way as now established) with the easterly right-of-way line of San Pablo Road (County Road No. 291, an 80 foot right-of-way as now established); thence North 01°01'10" West along said easterly right-of-way line 248.83 feet to the point of beginning; thence continue North 01°01'10" West along said easterly right-of-way line 25.00 feet; thence North 88°58'50" East 201.60 feet; thence North 00°41'10" West 10.00 feet; thence North 88°58'50" East 292.77 feet; thence South 38°45'07" East 39.05 feet; thence South 00°41'10" East 255.96 feet to the aforesaid northerly right-of-way line of Beach Boulevard; thence South 89°18'50" West along said northerly right-of-way line 316.84 feet; thence North 00°41'10" West 250.00 feet; thence South 88°58'50" West 201.45 feet to the point of beginning.

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STATE  
TALLAHASSEE, FLORIDA