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ACCOUNT NO. : 072100000032

REFERENCE : 409470 80622A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 29, 1997

ORDER TIME : 5:24 PM

ORDER NO. : 409470-005

CUSTOMER NO: 80622A

CUSTOMER: Ronald C. White, Esq  
RONALD C. WHITE, ESQ

5348 First Avenue North

St. Petersburg, FL 33701

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-05/30/97--01014--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: COUNTRY CROSSING ESTATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED  
97 MAY 30 AM 10:10  
DIVISION OF CORPORATION

MAY 29 1997

ARTICLES OF INCORPORATION

OF

COUNTRY CROSSING ESTATES, INC.

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FILED  
97 JUL 30 AM 10:55  
TALLAHASSEE, FLORIDA

The undersigned, incorporator to these ARTICLES OF INCORPORATION, a natural person competent to contract, hereby associates himself to form a corporation under the Laws of the State of Florida.

ARTICLE I

Corporate Name

The name of the corporation shall be:

COUNTRY CROSSING ESTATES, INC.

ARTICLE II

Term of Existence

The duration of the corporation is perpetual.

ARTICLE III

Commencement of Existence

The corporation shall come into existence on the date the State of Florida, Division of Corporations, receives and files these Articles.

ARTICLE IV

Purpose of Business

The general nature of the business to be transacted by this Corporation is:

A. To manufacture, 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, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

B. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in that State of Florida and in all other states and countries.

C. Contract debt and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other State or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. To engage in any activity or business permitted under the laws of the United States and of this State.

## **ARTICLE V**

### **Capital Stock**

The aggregate number of shares which the corporation is authorized to issue is **3,000 shares** of one class of Common Stock with **\$1.00 par value**.

## **ARTICLE VI**

### **Address**

The street address of the initial registered office of the corporation is **5533 Central Avenue, St. Petersburg, Florida 33710**.

## **ARTICLE VII**

### **Initial Board of Directors**

The corporation shall have three (3) directors initially whose names and addresses are:

Names:

Addresses:

Randall W. Drew  
Jose Gimenez  
Anthony Gimenez

5533 Central Avenue, St. Petersburg, Florida 33710  
6100 Riverview Blvd. W., Bradenton, Florida 34209  
P.O. Box 14422, Bradenton, Florida 34280-4422

The number of directors may be increased or diminished from time to time in accordance with the provisions of the corporation's By-Laws.

## **ARTICLE VIII**

### **Principal Address of Doing Business**

The principal address of doing business is:

**5533 Central Avenue  
St. Petersburg, Florida 33710**

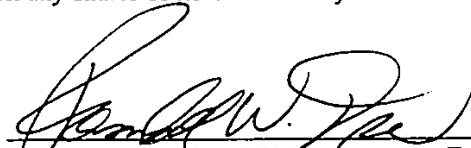
## ARTICLE IX

### Pre-emptive Rights

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive the right to purchase or subscribe for, at the par value thereof, a pro rata portion of:

1. Any stock of any class that the corporation may issue or sell whether or not exchangeable for any stock of the corporation of any class or classes and whether or not unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof, or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

  
RANDALL W. DREW/Incorporator/Director

### CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of Sections 48.091 and 607.0501, Florida Statutes,

#### **COUNTRY CROSSING ESTATES, INC.**

desiring to organize under the laws of the State of Florida, hereby designates **RANDALL W.**

**DREW**, an individual resident of the State of Florida, as its registered agent for the purposes of

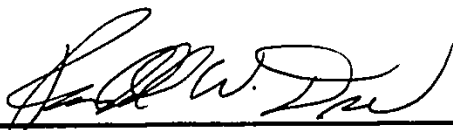
accepting service of process within such State and designated **5533 Central Avenue, St.**

**Petersburg, Florida 33710**, the business address of its registered agent, as its registered office.

  
\_\_\_\_\_  
**RANDALL W. DREW/Incorporator/Director**

#### **ACKNOWLEDGMENT**

I hereby accept my appointment as registered agent of the above-named corporation and agree to act as such in accordance with the provisions of Sections 48.091 and 607.0501, Florida Statutes.

  
\_\_\_\_\_  
**RANDALL W. DREW**  
Registered Agent

EXECUTED by the undersigned at St. Petersburg, Pinellas County, Florida, this

27<sup>th</sup> day of May, 1997.

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FILED  
TALLAHASSEE, FLORIDA

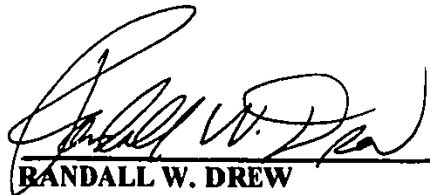
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## ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statute 48.091 and this Articles of Incorporation for **COUNTRY CROSSING ESTATES, INC.**, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

RANDALL W. DREW  
5533 Central Avenue  
St. Petersburg, Florida 33710

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)  
RANDALL W. DREW

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TALLAHASSEE, FLORIDA

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