

P97000061531

GRANT, HARRIS & ROBINSON

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

1800 WEST MIDISCUS BOULEVARD  
POST OFFICE BOX 1870

MELBOURNE, FL 32902-1870

TELEPHONE (407) 727-8100

FAX (407) 984-4122

J. CHARLES GRAY  
GORDON H. HARRIS  
RICHARD M. ROBINSON  
PHILLIP R. FINCH  
PAMELA O. PRICE  
JAMES F. PAGE, JR.  
WILLIAM A. BOYLES  
THOMAS A. CLOUD  
BYRD F. MARSHALL, JR.  
J. MASON WILLIAMS, III  
LEO P. ROCK, JR.  
G. ROBERTSON DILG  
CHARLES W. SELL  
JACK A. KIRSCHENBAUM  
RICHARD E. BURKE  
GUY S. HAGGARD  
FREDERICK W. LEONHARDT  
BORRON J. OWEN, JR.  
MICHAEL K. WILSON  
JEFFREY D. KEINER  
PAUL S. QUINN, JR.  
DAVID L. SCHICK  
JACK K. McMULLEN  
SUSAN T. SPRADLEY  
MICHAEL E. NEUKAMM  
DONALD A. NOHRR  
PHILIP F. NOHRR  
WILLIAM G. BOLTIN, III

R. LEE ZENNETT  
TRACEY A. MARSHALL  
WILBUR E. KOST, JR.  
KENNETH J. PLANTE  
MICHAEL E. WRIGHT  
WILLIAM A. GRIMM

KENT L. HIPPE  
ROBERT L. BEALS  
DONALD M. GIBSON  
KIMBERLY NOWORYTA SUNNER  
CHRISTOPHER J. COLEMAN  
BRUCE M. HARRIS  
R. DEAN CANNON, JR.  
FRANK A. HAMNER  
RICHARD A. RODGERS  
ALISON M. YURKO  
KELLY M. FITZGERALD  
KELLY BREWTON PLANTE  
LEE M. KILLINGER  
J. SCOTT SIMS  
CATHERINE M. PECK

OF COUNSEL

MALCOLM R. KIRSCHENBAUM  
SYDNEY L. JACKOWITZ  
THEODORE L. SHINKLE  
LILA INGATE MCHENRY

July 10, 1997

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100002238771--5  
-07/15/97--01093--003  
\*\*\*122.50 \*\*\*122.50

Re: Lantana Development of Brevard, Inc.  
File Articles of Incorporation

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced entity. Also enclosed is a check payable to your order in the amount of \$122.50 for the filing fee.

Please proceed with filing the Articles and forward a certified copy to our office at your earliest convenience. Please contact our office immediately if you require anything further. Thank you for your assistance and prompt attention to this matter.

Very truly yours,

*Jayne A. Brogan*

JAYNE A. BROGAN, CLA  
Legal Assistant to R.L. Beals

RLB/jab

Enclosures

cc: Maurice Kods

97 JUL 15 AM 9:47  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MELBOURNE  
(407) 727-8100

ORLANDO  
(407) 843-8880

TALLAHASSEE  
(904) 222-7717

ARTICLES OF INCORPORATION  
OF  
LANTANA DEVELOPMENT OF BREVARD, INC.

FILED  
97 JUL 15 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is LANTANA DEVELOPMENT OF BREVARD, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,500 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that 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.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1800 West Hibiscus Blvd., Suite 138, Melbourne, Florida 32901, and the name of the initial registered agent of this corporation at that address is ROBERT L. BEALS, ESQUIRE.

ARTICLE VIII - 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 (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MAURICE KODSI	P.O. Box 320637 Cocoa Beach, FL 32932-0637

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT L. BEALS, ESQUIRE	1800 W. Hibiscus Blvd., #138 Melbourne, FL 32901

#### ARTICLE X - BY-LAWS

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

#### ARTICLE XI

##### APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE XIV - 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.

#### ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: P.O. Box 320637, Cocoa Beach, FL 32932-0637.

IN WITNESS WHEREOF, the undersigned subscriber has executed  
these Articles of Incorporation this 10 day of July,  
1997.

  
\_\_\_\_\_  
ROBERT L. BEALS, INCORPORATOR

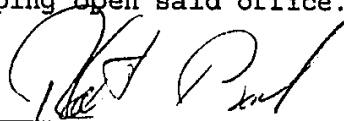
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that LANTANA DEVELOPMENT OF BREVARD, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, State of Florida, has named ROBERT L. BEALS, ESQUIRE, located at 1800 W. Hibiscus Boulevard, Suite 138, Melbourne, Florida 32901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_(S)  
ROBERT L. BEALS, ESQUIRE

FILED  
97 JUL 15 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA