

997000073039



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 505876 8657A

AUTHORIZATION : *Patricia Pyjot*

COST LIMIT : \$ 122.50

ORDER DATE : August 22, 1997

ORDER TIME : 10:54 AM

ORDER NO. : 505876-005

CUSTOMER NO: 8657A

CUSTOMER: Ms. Stephanie O'dell  
RAMSEY W. DULIN, ESQ

201 S. Orange Avenue, Ste 1090  
Signature Plaza  
Orlando, FL 32801

997000073039-8  
FILED  
97 AUG 22 PM 1:20  
STATE  
ALLAHSEE, FLORIDA

DOMESTIC FILING

NAME: STOCKBRIDGE LAND ACQUISITION  
COMPANY

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: W. Charles Earnest

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

RECEIVED  
97 AUG 22 PM 12:20  
DIVISION OF CORPORATION

SN AUG 22 1997.

**ARTICLES OF INCORPORATION  
OF  
STOCKBRIDGE LAND ACQUISITION COMPANY**

**FILED**

97 AUG 22 PH 1:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation shall be STOCKBRIDGE LAND ACQUISITION COMPANY.

**ARTICLE II  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III  
PURPOSE**

The purposes of the corporation are:

- (a) To purchase, sell, develop and manage real property.
- (b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

**ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 201 S. Orange

Avenue, Suite 1090, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey Dulin.

#### **ARTICLE VI PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the corporation shall be 625 Main Street, Suite 110, Windermere, Florida 34786, until otherwise designated by the corporation.

#### **ARTICLE VII DIRECTORS**

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of the following directors, whose name and address is set forth below:

Ramsey W. Dulin, Esquire	201 S. Orange Avenue Suite 1090 Orlando, Florida 32801
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#### **VIII OFFICERS**

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

#### **ARTICLE IX INCORPORATION**

The name and address of the incorporator of the corporation is as follows:

Ramsey W. Dulin, Esquire	201 S. Orange Avenue Suite 1090 Orlando, Florida 32801
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**ARTICLE X  
AMENDMENTS TO ARTICLES  
OF INCORPORATION AND BYLAWS**

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by a two-thirds (2/3) majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a two-thirds (2/3) majority vote of all outstanding shares.

**IN WITNESS WHEREOF**, I have subscribed my name this 20th day of August, 1997.



Ramsey W. Dulin, Esquire  
Incorporator

**STATE OF FLORIDA  
COUNTY OF ORANGE**

**I HEREBY CERTIFY** that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Ramsey W. Dulin to me personally known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained, and who did/did not take an oath.

**WITNESS** my hand and official seal in the county and state set forth above this 20th day of August, 1997.

\_\_\_\_\_  
Notary Public, State of Florida  
Printed Name:

Stamp:

**DESIGNATION OF REGISTERED  
OFFICE AND REGISTERED AGENT**

STOCKBRIDGE LAND ACQUISITION COMPANY, a Florida corporation, pursuant to Florida Statute §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 South Orange Avenue, Suite 1090, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

**ACCEPTANCE**

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by STOCKBRIDGE LAND ACQUISITION COMPANY, a Florida corporation, and being fully advised and apprised of the duties of a registered agent for the service of process as prescribed by Florida Statute §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 20th day of August, 1997.

  
\_\_\_\_\_  
Ramsey W. Dulin

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TALLAHASSEE, FLORIDA