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ACCOUNT NO. : 072100000032

REFERENCE : 576858 82572A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 24, 1997

ORDER TIME : 10:56 AM

ORDER NO. : 576858-005

CUSTOMER NO: 82572A

CUSTOMER: Stephen C. Watson, Esq  
HAHN MCCLURG WATSON GRIFFITH &  
BUSH  
101 S. Florida Avenue

Lakeland, FL 33801

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-10/24/97--01083--014  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: WINDSONG DEVELOPMENT, INC.

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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
97 OCT 24 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 OCT 24 PM 12:11  
DIVISION OF CORPORATION

SN OCT 24 1997

**HAHN, McCLURG, WATSON, GRIFFITH & BUSH**

ATTORNEYS AT LAW

JAMES P. HAHN\*  
E. V. McCLURG  
STEPHEN C. WATSON\*  
JOHN R. GRIFFITH  
PHILIP H. BUSH

J. TOM WATSON  
(1919-1996)

\*BOARD CERTIFIED REAL ESTATE LAWYER

P.O. BOX 38  
C.V. McCLURG BLDG.  
101 S. FLORIDA AVENUE  
LAKELAND, FLORIDA 33802-0038  
(941) 688-7747  
FAX (941) 683-4582

October 23, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Windsong Development, Inc.

Greetings:

Enclosed are an original and a copy of the Articles Of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

- A. Articles Of Incorporation filing fee, \$35.00.
- B. Certified copy of Articles Of Incorporation, \$52.50.
- C. Registered Agent Designation Filing Fee, \$35.00.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Very truly yours,



Stephen C. Watson

SCW:bj

Enclosure

FILED  
OCT 24 PM 1:41  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WINDSONG DEVELOPMENT, INC.

FILED

97 OCT 24 PM 1:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be WINDSONG DEVELOPMENT, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days

Articles Of Incorporation Of WINDSONG DEVELOPMENT, INC.

from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy  
Of Which Is On File At This Corporation's Principal Office."

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be three  
(3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Stephen C. Watson  
101 South Florida Avenue  
Lakeland, Florida 33801

Joseph B. Tedder  
103 South Florida Avenue  
Lakeland, Florida 33801

Robert E. Warnock  
117 Heather Point Drive  
Lakeland, Florida 33809

#### **ARTICLE VIII. INDEMNIFICATION**

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

Articles Of Incorporation Of WINDSONG DEVELOPMENT, INC.

**ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

101 South Florida Avenue  
Lakeland, Florida 33801

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Stephen C. Watson

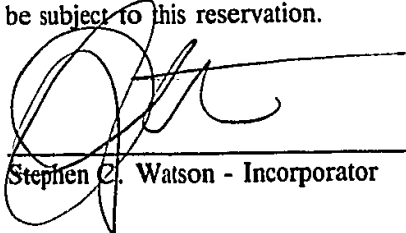
**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

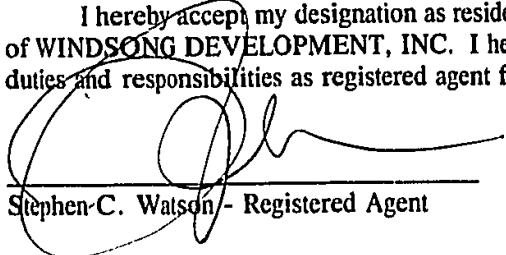
Stephen C. Watson  
101 South Florida Avenue  
Lakeland, Florida 33801

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
\_\_\_\_\_  
Stephen C. Watson - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of WINDSONG DEVELOPMENT, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for WINDSONG DEVELOPMENT, INC.

  
\_\_\_\_\_  
Stephen C. Watson - Registered Agent

Articles Of Incorporation Of WINDSONG DEVELOPMENT, INC.

FILED  
97 OCT 14 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



State Of Florida  
County Of Polk

On October 23, 1997, Stephen C. Watson, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of WINDSONG DEVELOPMENT, INC.

Beth Jones  
Notary Public

Beth Jones  
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:



Beth Jones  
My Commission CC573523  
Expires Jul. 30, 2000

(SEAL)

FILED  
97 OCT 24 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles Of Incorporation Of WINDSONG DEVELOPMENT, INC.