

P97000092548



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 580310 4724134

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 28, 1997

ORDER TIME : 11:14 AM

ORDER NO. : 580310-010

CUSTOMER NO: 4724134

CUSTOMER: Ronald W. Black, Esq  
RONALD W. BLACK, ESQ

106 South Lake Avenue

Orlando, FL 32801

800002331608--8  
-10/28/97-01053-033  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: HOLDEN COVE, 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: Andrew Cumper

EXAMINER'S INITIALS:

FILED  
97 OCT 28 PM 2:13  
RECEIVED  
97 OCT 28 PM 12:15  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

SN OCT 28 1997

**ARTICLES OF INCORPORATION**

**OF**

**HOLDEN COVE, INC.**

**FILED**

97 OCT 28 PM 2:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is HOLDEN COVE, INC.

**Article II - Duration**

This corporation shall exist perpetually.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business and the business of acquiring, constructing, developing, leasing, marketing, investing, purchasing, selling, brokering, and/or mortgaging of real estate and property and any interest therein, and any business related thereto.

**Article IV - Capital Stock**

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at 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. The number of authorized shares shall be 1,000 shares at \$1.00 par value.

#### **Article V - Registered Agent**

The street address of the initial registered office of this corporation is 106 South Lake Avenue, Orlando, Florida 32801, and the name of the initial registered agent and officer of this corporation at that address is RONALD W. BLACK.

#### **Article VI - 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. The name and address of the initial director of this corporation are:

**Name**

**Ronald W. Black**

**Address:**

**106 South Lake Avenue  
Orlando, Florida 32801**

#### **Article VII - Incorporator**

The name and address of the person signing these Articles are: RONALD W. BLACK, 106 South Lake Avenue, Orlando, Florida 32801.

#### **Article VIII - By-Laws**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles  
of Incorporation this 24<sup>th</sup> day of October, A.D. 1997.

  
\_\_\_\_\_  
Ronald W. Black

**STATE OF FLORIDA  
DEPARTMENT OF STATE**

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

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

**HOLDEN COVE, INC.**, a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 106 South Lake Avenue, Orlando , Florida 32801, has named **RONALD W. BLACK**, 106 South Lake Avenue, Orlando , Florida 32801, as its agent to accept service of process within this State.

**ACCEPTANCE**

I agree as Resident Agent to accept service of process, to keep the office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office, as required by law.

  
\_\_\_\_\_  
Ronald W. Black  
Resident Agent

**FILED**  
97 OCT 28 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA