

LAW OFFICE OF  
KENNETH D. HAGLER, P. A.  
ATTORNEY AT LAW  
THREE PALM ROW  
POST OFFICE BOX 4365  
ST. AUGUSTINE, FLORIDA 32085-4365

December 19, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: O.C.P. DEVELOPMENT CORPORATION, INC.

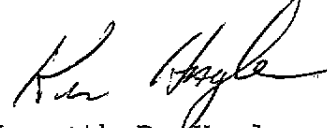
Dear Sir/Madam:

Enclosed are original Articles of Incorporation for the above referenced corporation. I enclose a check in the sum of \$122.50 for fees to incorporate this entity.

I have also enclosed a copy of the original Articles of Incorporation. Please file stamp them and return them to me along with your certificate of incorporation.

If you have any questions, please call me at (904) 824-7700. Thank you for your assistance.

Very truly yours,

  
Kenneth D. Hagler

KDH/tls

Enclosures

TELEPHONE (904) 824-7700  
FAX (904) 824-8701

FILED  
DEC 22 AM 10:02  
TALLAHASSEE, FLORIDA  
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-12/22/97-0128-003  
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CB  
12-23-97

ARTICLES OF INCORPORATION  
OF  
O.C.P. DEVELOPMENT CORPORATION, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a legal entity, competent to contract, form this corporation under the Laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is O.C.P. DEVELOPMENT CORPORATION, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is that this corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida, except that this corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery company, a building and loan association, fraternal benefit society, state fair exposition company, or engineering company.

ARTICLE III

SHARES OF STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock with no par value.

The holders of the common stock shall be entitled to one (1) vote for each such share of common stock so held and shall

participate in the meetings of the stockholders. All or any part of said common stock may be paid in cash or in property, labor, or services, the value thereof to be fixed and determined by the shareholders at their first meeting or at any subsequent meeting.

#### ARTICLE IV

##### INITIAL CAPITAL

The amount of capital which this corporation shall begin business with is ONE HUNDRED DOLLARS and no/100 Dollars (\$100.00).

#### ARTICLE V

##### TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI

##### ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 1146 San Jose Forest, St. Augustine, Florida 32084.

#### ARTICLE VII

##### SUBSCRIBERS

The name of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take are:

| Name                      | Shares   |
|---------------------------|----------|
| Old City Properties, Inc. | 1,000.00 |

#### ARTICLE VIII

##### AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority

vote of the stockholders entitled to vote, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be made.


#### ARTICLE IX

#### RESIDENT AGENT

The street address of the registered office is 5 Palm Row, St. Augustine, Florida 32084, and the name of its initial Registered Agent at such address is Kenneth D. Hagler, Esquire, until changed as provided by law without amendment of these Articles.

IN WITNESS WHEREOF, the said subscribing incorporators have hereunto set his hand and seal this 19<sup>th</sup> day of December, 1997.

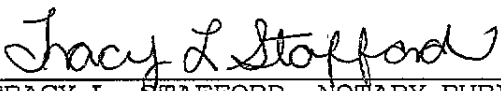
OLD CITY PROPERTIES, INC.

  
By: C. Frank Riggle, III  
Its: President

STATE OF FLORIDA       )  
COUNTY OF ST. JOHNS )

BEFORE ME, the undersigned authority, personally appeared this day OLD CITY PROPERTIES, INC. by C. Frank Riggle, III, its President, who provided FL Driver License as identification and who executed the foregoing and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal at St. Augustine, St. Johns County, Florida, this 19<sup>th</sup> day of December, 1997.

  
TRACY L. STAFFORD, NOTARY PUBLIC  
State of Florida at Large  
My commission expires:




Tracy L. Stafford  
MY COMMISSION # CC686409 EXPIRES  
October 11, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

I, KENNETH D. HAGLER, hereby accept the designation of  
Resident Agent of O.C.P. DEVELOPMENT CORPORATION, INC. for service  
of process.

  
KENNETH D. HAGLER

SWORN TO and subscribed before me this 19 day of December,  
1997.

  
TRACY L. STAFFORD, Notary Public  
State of Florida at Large  
My commission expires:



Tracy L. Stafford  
MY COMMISSION # CC686409 EXPIRES  
October 11, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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