

P980000 22331

LAW OFFICES  
**AMARI & THERIAC, P.A.**  
Attorneys and Counselors At Law

SHAREHOLDERS:

Richard S. Amari  
Kohn Bennett  
Bradly Roger Bettin, Sr.  
Carla Neely Freitag  
Anthony A. Garganese  
Mitchell S. Goldman  
George E. Harding  
J. Wesley Howze, Jr.  
Brian K. Jordan  
Mark S. Peters  
David M. Presnick  
James S. Theriac, III

Reply To: Melbourne

Mariner Square  
96 Willard Street, Suite 302  
P.O. Box 1807  
Cocoa, Florida 32922-7998  
Telephone (407) 639-1320  
Fax (407) 639-6690

Imperial Plaza  
Suite B-104  
6769 N. Wickham Road  
Melbourne, Florida 32940  
Telephone (407) 259-6611  
Fax (407) 259-6624

March 9, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

600002451386-7  
-03/09/98--01164--005  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: Vista East Improvement Corporation

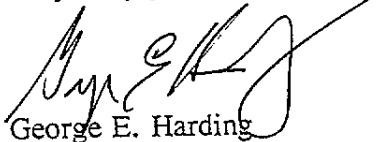
Gentlemen:

Enclosed for filing is an original and one copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check for \$122.50 payable to your order in payment of the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	\$ 52.50
3.	Registered Agent Designation	\$ 35.00
	<b>TOTAL</b>	<b>\$122.50</b>

Please send a certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,

  
George E. Harding

/tjs

R. CHESSEY MAR 10 1998

398A 12941

FILED  
MAR -9 AM 10:56  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
VISTA EAST IMPROVEMENT CORP.

FILED  
98 MAR -9 AM 10:58  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is VISTA EAST IMPROVEMENT CORP.

ARTICLE II - DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE III - GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business or activity authorized and not prohibited under the laws of the United States of America or the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock in 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 VI - PRINCIPAL OFFICE, INITIAL REGISTERED  
OFFICE AND AGENT

The street address of the principal office and initial registered agent of this corporation is 130 South Orange Avenue, Orlando, Florida 32801 and the name of the initial registered agent of this corporation at that address is Robert A. Yeager.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one (1) director initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The names and addresses of the initial member of the Board of Directors who shall hold office until his successor is duly elected and has qualified is:

<u>Name</u>	<u>Address</u>
Robert A. Yeager	130 South Orange Avenue Orlando, Florida 32801

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Robert A. Yeager	130 South Orange Avenue Orlando, Florida 32801

ARTICLE IX - BY-LAWS

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

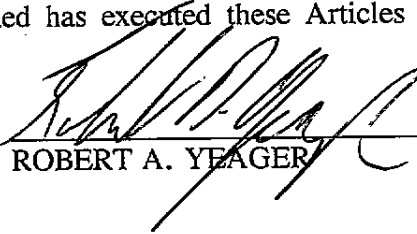
ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE XI - AMENDMENT

The 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 shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 30<sup>th</sup> day of JANUARY, 1998.

  
\_\_\_\_\_  
ROBERT A. YEAGER

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of JANUARY, 1998 by Robert A. Yeager who is personally known to me ~~or who produced~~ as identification.

  
\_\_\_\_\_  
Notary Public, State of Florida



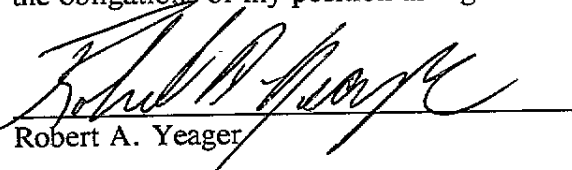
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is VISTA EAST IMPROVEMENT CORP.
2. The name and address of the registered agent and office is:

Robert A. Yeager  
130 South Orange Avenue  
Orlando, Florida 32801

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Robert A. Yeager

3/30/98  
Date

FILED  
98 MAR -9 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA