

**P980004284**

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 Tallahassee, FL 32302 224-1585

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- UPTOWN PROPERTIES, INC.  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)
- \_\_\_\_\_  
 (Corporation Name) (Document #)

**RECEIVED**  
 98 MAY - 8 PM 3: 41  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

Walk in    
  Pick up time 5/8/98    
  Certified Copy  
 Mail out    
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 Photocopy    
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*[Handwritten Signature]*  
 5/11

**FILED**  
 98 MAY - 8 PM 4: 08  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
of  
UPTOWN PROPERTIES, INC.**

**FILED**  
98 MAY - 8 PM 4: 08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is Uptown Properties, Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized for the following purposes:

1. To engage in the ownership and management of real estate.
2. To transact any other lawful business.

**ARTICLE IV - POWERS**

This corporation shall have all of the corporate powers permitted under the Florida Business Corporation Act.

**ARTICLE V - CAPITAL STOCK**

A. This corporation is authorized to issue 300 shares of \$1.00 par value common stock, which shall be designated "common shares."

B. Except as otherwise provided by law or in the by-laws of the corporation, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - PRINCIPAL OFFICE/MAILING ADDRESS**

The initial principal office and mailing address of the corporation shall be:

215 South Monroe Street  
Suite 500  
Tallahassee, Florida 32301.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the principal registered office of this corporation is 215 South Monroe Street, Suite 500, Tallahassee 32301 and the name of the initial registered agent of this corporation at that address is Alton L. Lightsey.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors 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 or more than fifteen. The names and addresses of the initial directors of this corporation are:

Ken Plante  
204 South Monroe Street  
Suite 203  
Tallahassee, Florida 32301

H. Douglas Bruce  
215 South Monroe Street  
Suite 500  
Tallahassee, Florida 32301

C. Earl Henderson  
101 North Monroe St., Suite 1060  
Tallahassee, FL 32301

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles are:

Alton L. Lightsey  
215 South Monroe Street  
Suite 500  
Tallahassee, Florida 32301.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any by-laws adopted by the Board of Directors. The shareholders reserve the power to adopt by laws and to prescribe in any by-laws that such by-laws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XI - OFFICERS

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents as the board may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation and the by-laws of the corporation and

the laws of the State of Florida as such board may deem advisable for the conduct and operation of the business of the corporation.

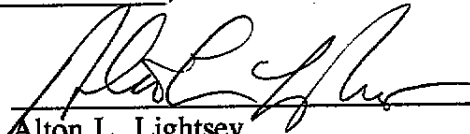
ARTICLE XII - MEETINGS

Meetings of shareholders and directors, including the time, place, and manner of calling such meetings, shall be fixed by the by-laws of the corporation.

ARTICLE XIII - AMENDMENT

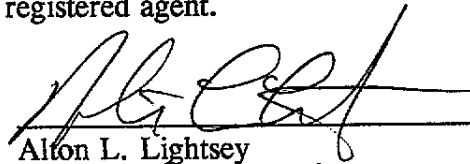
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of May, 1998.

  
\_\_\_\_\_  
Alton L. Lightsey  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

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.

  
\_\_\_\_\_  
Alton L. Lightsey  
Date: May 8, 1998

**FILED**  
98 MAY -8 PM 4: 08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA