

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

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DIVISION OF CORPORATE

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CERTIFIED COPY

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1.) Vinoy Place Developers, Inc.
(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VINOY PLACE DEVELOPERS, INC.

EFFECTIVE DATE

7-10-98

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the *Florida Statutes*, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be Vinoy Place Developers, Inc. and its mailing address is 222 Second Street North, St. Petersburg, Florida 33701.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on July 10, 1998, the date of execution and acknowledgment of these Articles of Incorporation, provided that these Articles of Incorporation are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV
Capital Stock

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address is as follows:

Name	Address
Ian F. Irwin	222 Second Street North St. Petersburg, FL 33701

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be 222 Second Street North, St. Petersburg, FL 33701.

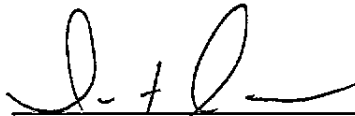
Section 2. The name of the initial registered agent of the Corporation located at said address shall be Ian F. Irwin.

ARTICLE IX
Incorporator

The name and address of the incorporator is:

Name	Address
Ian F. Irwin	222 Second Street North St. Petersburg, FL 33701

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 10th day of July, 1998.



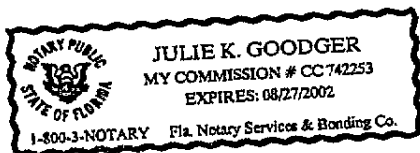
Ian F. Irwin

STATE OF FLORIDA
COUNTY OF PINELLAS

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)

The foregoing instrument was acknowledged before me this 10th day of July, 1998 by Ian F. Irwin, who ☒ is personally known to me or ☐ has produced ☐ a Florida driver's license or ☐ _____ as identification.

My Commission Expires:

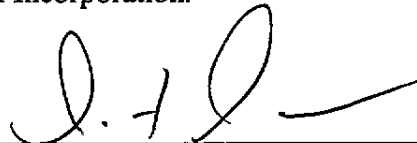

Notary Public (SEAL)

JULIE K GOODGER

(Print Name of Notary Public on this line)

ACCEPTANCE

I hereby accept to act as initial Registered Agent for Vinoy Place Developers, Inc., a Florida corporation as stated in these Articles of Incorporation.



Ian F. Irwin

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: VINOY PLACE DEVELOPERS, INC.
2. The name of the registered agent and office is:

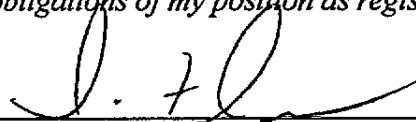
Ian F. Irwin
(Name)

222 Second Street North
(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

St. Petersburg, FL 33701
(City/State/Zip)

FILED
98 JUL 13 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

7/10/98
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314