



**THE UNITED STATES  
CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 906919 7145323

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 28, 1998

ORDER TIME : 11:11 AM

ORDER NO. : 906919-005

CUSTOMER NO: 7145323

CUSTOMER: Mr. Wade Boyette  
HOVIS & BOYETTE, P.A.

600002600526--8  
-07/28/98--01056--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Bankfirst Building, 2nd Floor  
1380 Grand Highway  
Clermont, FL 34711

DOMESTIC FILING

NAME: CLERMONT HIGHLANDS  
DEVELOPMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 28 PM 1:50

RECEIVED  
98 JUL 28 PM 12:10  
DIVISION OF CORPORATIONS  
JW

EFFECTIVE DATE

7/27/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUL 28 PM 1:50

ARTICLES OF INCORPORATION

of

CLERMONT HIGHLANDS DEVELOPMENT, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and address of this corporation shall be: Clermont Highlands Development, Inc., 4117 Northwest 78th Avenue, Sunrise, FL 33351.

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock each with a par value of \$1.00.

ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAME

ADDRESS

Joshua High

4117 Northwest 78th Avenue  
Sunrise, FL 33351

The name and address of the Director are:

NAME

ADDRESS

Joshua High

4117 Northwest 78th Avenue  
Sunrise, FL 33351

**ARTICLE V**  
**Informal Shareholder Action**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

**ARTICLE VI**  
**Fundamental Changes**

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

**ARTICLE VII**  
**Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VIII**  
**Directors**

A. The business of the corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a

majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

#### **ARTICLE IX** **Effective Date**

The date that corporate existence shall begin shall be the date of execution of these Articles of Incorporation. This election is pursuant to Florida Statute 607.0123.

#### **ARTICLE X** **Registered Office and Registered Agent**

The address of the initial registered office of this corporation is 4117 Northwest 78th Avenue, Sunrise, FL 33351. The name of the Registered Agent of this corporation is Joshua High at the above office address.

#### **ARTICLE XI** **Bylaws**

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 27th day of July, 1998.

  
JOSHUA HIGH

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 28 PM 1:50

I hereby accept to act as initial Registered Agent for  
CLERMONT HIGHLANDS DEVELOPMENT, INC., as stated in these Articles  
of Incorporation.

Dated: July 27, 1998.

  
JOSHUA HIGH