

JOHN JOSEPH McHUGH, JR.  
ATTORNEY AT LAW

333 17TH STREET  
SUITE U  
VERO BEACH, FLORIDA 32960

TELEPHONE  
(561) 778-1100  
TELEFAX  
(561) 778-1047

February 15, 1999

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

800002780568--0  
-02/19/99--01042--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: HORIZONS LAND HOLDING, INC.

Gentlemen and Ladies:

I am enclosing an original and a copy of the Articles of Incorporation for the above named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	\$35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

John Joseph McHugh, Jr.

JJMc:scm  
Enclosures as noted

FILED  
99 FEB 19 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
HORIZONS LAND HOLDING, INC.**

**FILED**  
99 FEB 19 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is: HORIZONS LAND HOLDING, INC.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is:

7,500 shares of Common stock having a par value of  
\$1.00 per share.

The Shareholders shall have preemptive rights.

Cumulative voting shall not be permitted.

The shareholders may, by by-law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

#### ARTICLE V - INITIAL PRINCIPAL OFFICE

The initial address of the principal office of this corporation is 204 Spinnaker Drive, Vero Beach, Florida 32963. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1), nor more than ten (10). The name and address of the directors constituting the the initial Board of Directors are:

Name	Address
Louis Casalino	204 Spinnaker Drive Vero Beach, Florida 32963
Charlene Casalino	204 Spinnaker Drive Vero Beach, Florida 32963

**ARTICLE VII - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation are:

Name	Address
Charlene Casalino	204 Spinnaker Drive Vero Beach, Florida 32963

**ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be 333 17th Street, Suite U, Vero Beach, Florida 32960, the registered agent at that same address is John J. McHugh, Jr.

**ARTICLE IX - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the holder or holders of a majority of the stock entitled to vote thereon.

Charlene Casalino  
Charlene Casalino  
Incorporator

STATE OF FLORIDA )

COUNTY OF INDIAN RIVER )

BEFORE ME, the undersigned authority, personally appeared Charlene Casalino, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation, and produced drivers license as identification.

WITNESS my hand and official seal in the County and State named above, this 15th day of February, 1999.



Shanon C. Matheny  
Commission # CC 791009  
Expires JUL 23, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

*Shanon C. Matheny*  
Notary Public

My Commission Expires:

#### ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of Horizons Land Holding, Inc., at the place designated in the Articles of Incorporation.

Date: 2/15/99

*John J. McHugh, Jr.*  
John J. McHugh, Jr.

**FILED**  
99 FEB 19 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA