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ARTICLES OF INCORPORATION

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OF

TROPICAL VILLAGE, INC.

ARTICLE I - Name

The name of this corporation is TROPICAL VILLAGE, INC. The mailing address and the principal place of business shall be 1308 N. Lavon Avenue, Kissimmee, Florida 34741.

ARTICLE II - Duration

This corporation shall exist in perpetuity, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - Purpose

This corporation is organized for the purpose of buying, selling and owning developing and managing real property and all other lawful purposes incident thereto.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

ARTICLE V - Pre-emptive Rights

Every share holder, upon the sale for cash of any new stock of 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 of such stock (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u> Patrick B. Kirkland	<u>Address</u> c/o Univest Townhomes, Inc. 4360 Chamblee Dunwoody, Suite 407 Atlanta, GA 30341	EFFECTIVE DATE
Laurel Wood Kirkland	c/o Univest Townhomes, Inc. 4360 Chamblee Dunwoody, Suite 407 Atlanta, GA 30341	

ARTICLE VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1308 N. Lavon Street, Kissimmee, Florida 34741 and the name of the initial registered agent of this corporation at that address is Joanna Brooks.

<u>ARTICLE VIII - Incorporator</u> The name and address of the person signing these articles is:

<u>Name</u>

Address

Norman J. Smith

1201 W. Emmett Street Kissimmee, Florida 34741

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X - Amendment

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day of April, 1999.

Norman J. Smith

STATE OF FLORIDA COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this $\begin{array}{c} O \\ \hline \end{array}$ day of April, 1999, by Norman J. Smith, Incorporator of TROPICAL VILLAGE, INC. He is personally known to me or who has produced $\begin{array}{c} \hline \end{array}$ as identification.

Notary Public, State of Florida

Typed, Printed or Stamped Notary Name





CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - that TROPICAL VILLAGE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Kissimmee, Florida, has named JOANNA BROOKS, located at 1308 N. Lavon Avenue, Kissimmee, Florida 34741, State of Florida, as its agent to accept service of process within Florida.

Signature:	2 million
Title:	Incorporator
Date:	<u>April 8[™], 1999</u>

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

HOOK Signature: <u>April</u> 1999 Date:

