

CORPORATE  
ACCESS,  
INC.

P99000049513

236 East 6th Avenue . Tallahassee, Florida 32303

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(CORPORATE NAME & DOCUMENT #)

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**ARTICLES OF INCORPORATION**

**OF**

**MANSELL PROPERTIES, INC.**

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 **MANSELL PROPERTIES, INC.** and its mailing address is c/o Powell, Carney, Hayes & Silverstein, P.A., NationsBank Tower, Suite 1210, One Progress Plaza, 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 June 1, 1999, 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 two (2) Directors, whose names and addresses are as follows:

Name	Address
Stuart Whitworth	Acre Wood House Acre Wood Lostock, Bolton, BL6 4HG England, UK
Joan Whitworth	Acre Wood House Acre Wood Lostock, Bolton, BL6 4HG England, UK

*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 **c/o Powell, Carney, Hayes & Silverstein, P.A., NationsBank Tower, Suite 1210, One Progress Plaza, St. Petersburg, Florida 33701.**

*Section 2.* The name of the initial registered agent of the Corporation located at said address shall be **James N. Powell.**

## ***ARTICLE IX***

### ***Incorporator***

The name and address of the incorporator is:

Name	Address
James N. Powell	Powell, Carney, Hayes & Silverstein, P.A. NationsBank Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701

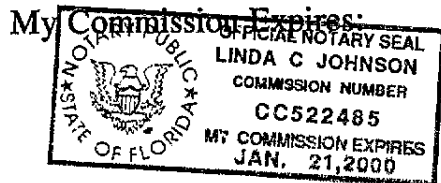
IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 1<sup>st</sup> day of June, 1999.

  
James N. Powell

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of June, 1999 by **JAMES N. POWELL**, who ☒ is personally known to me or ☐ has produced ☐ a Florida driver's license or ☐ \_\_\_\_\_ as identification.

  
Linda C. Johnson, Notary Public (SEAL)



**ACCEPTANCE**

I hereby agree to act as initial Registered Agent for **MANSELL PROPERTIES, INC.**, a Florida corporation, as stated in these Articles of Incorporation.

  
James N. Powell

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