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7424 Mott Avenue  
Orlando, Florida 32810  
June 16, 1999

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-06/22/99-01056-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State of Florida  
Corporations Division  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Real Estate Improvements of Central FL, Inc.

Secretary of State:

Enclosed for filing are an original and one copy of the Articles of Incorporation of Real Estate Improvements of Central FL, Inc. A check in the amount of \$78.75 is enclosed in payment of the \$35.00 filing fee, \$35.00 registered agent fee, and \$8.75 certified copy fee.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at 7424 Mott Avenue Orlando, FL 32810.

If you have any questions, please give me a call at 407-294-1690. Thank you for your assistance.

Sincerely,

*Kimberly Bowles*  
Kimberly Bowles

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FL 32301

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**ARTICLES OF INCORPORATION  
OF  
REAL ESTATE IMPROVEMENTS OF CENTRAL FLORIDA, INC.**

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation shall be Real Estate Improvements of Central Florida, Inc.

**ARTICLE II - BUSINESS AND ACTIVITIES**

This Corporation is authorized to engage only for operation as a maintenance service as permitted and under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The authorized capital stock of this corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at anyone time is 10,000 share of common stock having a par value of \$1.00 per share.

**ARTICLE IV - TERM OF EXISTENCE**

The effective date upon which this Corporation shall come into existence shall be as of the date of the filing of these Articles of Incorporation, and it shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE V - INITIAL CORPORATE OFFICE:  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial corporate office is 7424 Mott Avenue, Orlando, Florida 32810. The initial registered office of this Corporation is 7424 Mott Avenue, Orlando, Florida 32810, and the name of the initial registered agent of this Corporation at that address is Kimberly D. Bowles.

**ARTICLE VI - DIRECTORS**

- A. The initial number of Directors of this Corporation shall be two (2).
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation. In no event, however, shall the number of Directors be less than one (1).

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TALLAHASSEE, FLORIDA

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorized and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The name and street address of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Kimberly D. Bowles	7424 Mott Avenue Orlando, Florida 32810
Bryant Bowles	7424 Mott Avenue Orlando, Florida 32810

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the propose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

#### **ARTICLE VII - INCORPORATOR**

The name and street address of the Incorporator signing these Articles is:

Kimberly D. Bowles  
7424 Mott Avenue  
Orlando, Florida 32810

#### **ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify each of its officers and directors, whether or not then in office, and his executor, administrator or heirs, against any and all actual expenses actually and necessarily incurred by him, including, but not limited to attorneys' fees, in connection with the defense of any litigation, administrative procedure or suit to which he may have been made a party

because he is or was a director or an officer of the Corporation. He shall have no right to reimbursement, however, in relation to matters as to which he has been adjudged liable to the Corporation for negligence or misconduct in the performance of his duties. The right to indemnity for expenses settled if the court having jurisdiction of the action shall approve such settlement. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such officer or director may be entitled.

#### **ARTICLE IX - LOST OR DESTROYED CERTIFICATES**

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

#### **ARTICLE X - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

#### **ARTICLE XI - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws of this Corporation shall be vested in the Shareholders or the Board of Directors of this Corporation; provided, however, that any Bylaws adopted by the Directors which are inconsistent with any Bylaws adopted by the Shareholders shall be void, and the Directors may not alter, amend or repeal any Bylaws adopted by the Shareholders.

#### **ARTICLE XII - NO PREEMPTIVE RIGHTS**

No Shareholder of this Corporation shall have any preemptive or preferential right, as there are defined by law, to subscribe for or purchase shares or securities which the Corporation may from time to time issue or sell.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of June, 1999.

  
\_\_\_\_\_  
Kimberly D. Bowles

**STATE OF FLORIDA  
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 17th day of June, 1999, by Kimberly D. Bowles as Incorporator of Real Estate Improvements of Central Florida, Inc., a Florida corporation, who is personally known to me.



Carol J. Hawley  
My Commission CC586789  
Expires Sep. 19, 2000

A handwritten signature of Carol J. Hawley in cursive script, written over a horizontal line.

Carol J. Hawley  
Notary Public, State of Florida  
My Commission Expires: Sept 19, 2000

**ACCEPTANCE BY REGISTERED AGENT**

**I HEREBY** am familiar with and accept the duties and responsibilities as registered agent for Real Estate Improvements of Central Florida, Inc.

**DATED** this 17th day of June, 1999.

A handwritten signature of Kimberly D. Bowles in cursive script, written over a horizontal line.

Kimberly D. Bowles

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