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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
SEP 20 AM 9:22

August 29, 1999

Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

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-09/02/99--01038--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Enclosed please find a duplicate copy of the Articles of Incorporation for Camellia Properties, Inc.

The original document was sent to you on June 27, 1999. Upon investigation via telephone, I understand that the original document has been lost in the mail. Please accept this duplicate copy, together with a re-issued check in the amount of \$78.75 in order that we may be registered with the State of Florida.

Thank you for your assistance in this matter.

Cordially,

*Dan Talley*

Dan Talley  
President

Dan GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT BA  
DATE 9-22-99  
DO EXAM FE

F. CHESBROUGH SEP 23 1999

W 21931



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 8, 1999

DAN TALLEY  
CAMELLIA PROPERTIES INC  
P O BOX 25  
LONGBOAT KEY, FL 34228

SUBJECT: CAMELLIA PROPERTIES, INC.  
Ref. Number: W99000020726

We have received your document for CAMELLIA PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 499A00044410

# **CERTIFICATE OF INCORPORATION**

**OF**

**Camellia Properties, Inc.**

The undersigned for the purpose of forming a Corporation for profit under the general laws of the State of Florida, does hereby adopt the following Certificate of Incorporation.

## **ARTICLE I:**

The name of the Corporation shall be

**Camellia Properties, INC.**

## **ARTICLE II**

The principal place of business shall be 4141 51<sup>st</sup> Drive West, Bradenton, FL 34210 but the Corporation shall have the power to transact business at such place or places as the Board of Directors or Stockholders may designate, and branch offices or places of business may be established in such places or places as the Board of Directors or Stockholders from time to time direct. The street address of the initial registered agent of the Corporation is; 2831 Ringling Blvd. # 218F, Sarasota, FL 34237- Gerald Bishop.

## **ARTICLE III:**

This Corporation shall have perpetual existence, or until dissolved according to law.

## **ARTICLE IV:**

The general nature of the business to be transacted or conducted is to transact or to conduct and to engage in any and all activities or business permitted by or under the Laws of the United States and the State of Florida.

## **ARTICLE V:**

The amount of Capital with which this Corporation may begin business shall be \$1000.00, and shall be fully paid and non-assessable.

## **ARTICLE VI:**

The maximum number of shares of stock which this Corporation shall be authorized to issue and have outstanding at any one time shall be limited to 100 shares with no par value.

The consideration for the issuance of said shares, or any part thereof, shall be money current in the United States of America, or property, or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of Said Corporation. Whenever any shares or shares of stock are issued in consideration of payment to be made in property or in services, the fair and just value of the property to be transferred, issuance of said stock shall be affixed by the Board of Directors of Said Corporation. All shares of stock of this Corporation which shall be issued for the considerations shall be cash, property or services, shall be fully paid and non-assessable.

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#### **ARTICLE VII:**

The names and post office address of the First Board of Directors, who, subject to the provisions of the Articles of Incorporation, the by-laws of the State of Florida, shall hold office for the first years of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

C. Daniel Talley, Jr., 4141 51<sup>st</sup> Drive West, Bradenton, FL 34210, PRESIDENT - SECRETARY

Patti L. Talley, 4141 51<sup>st</sup> Drive West, Bradenton, FL 34210, VICE PRESIDENT - TREASURER

#### **ARTICLE VIII:**

The Corporation shall have Two (2) directors initially. The number of Directors may be increased or diminished from time to time, by the by -laws adopted by the Stockholders, but shall never be less than One (1) or more than Five (5).

#### **ARTICLE IX:**

Meetings of the Board of Directors and Meetings of the Stockholders of the Corporation may be held within or without the State of Florida.

#### **ARTICLE X:**

The subscribers of this Certificate of Incorporation, together with their respective address and the number of shares for which each has subscribed are;

C. Daniel Talley, Jr., 4141 51<sup>st</sup> Drive West, Bradenton, FL 34210 - 50 SHARES

Patti L. Talley, 4141 51<sup>st</sup> Drive West, Bradenton, FL 34210 - 50 SHARES

#### **ARTICLE XI:**

The original by-laws of this Corporation shall be made, prepared and adopted by the Board of Directors of the Corporation by a majority vote thereof. Thereafter said by-laws may be amended by the Board of Directors by a majority vote of the directors present at any regular meeting of said board, or at any special meeting called for such purpose by a majority of the directors present.

#### **ARTICLE XII:**

These articles of Incorporation or any amendment hereto may be amended in the manner provided by law. Amendment may be proposed by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII:

The name and address of the incorporators to these Articles of Incorporation are:

C. Daniel Talley, Jr.  
C. Daniel Talley, Jr.

29 June 1999  
DATE

Patti L. Talley  
Patti L. Talley

6-29-99  
DATE

STATE OF FLORIDA

COUNTY OF SARASOTA

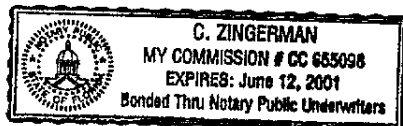
Before me personally appeared, C. DANIEL TALLEY, JR. AND PATTI L. TALLEY  
to me known and produced identification showing them to be the individuals described in and who  
executed the foregoing Certificate of Incorporation, and acknowledged before me that they executed the  
same for the purposes therein expressed.

WITNESS my hand and Official Seal in the City of Sarasota, County of Sarasota, and The State  
of Florida

this 23 day of JULY 1999

My commission Expires. 6-21-2001

Stamp



ACCEPTANCE OF REGISTERED AGENT

Having been named as Resident Agent for the above stated Corporation, I hereby agree to act in  
that capacity and I further agree to Comply with the provision of all Statutes relative to the proper and  
complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida  
Statutes.

Gerald B. Broke  
WITNESS my hand and Official Seal in the City of Sarasota, County of Sarasota, and The State  
of Florida

this 21<sup>st</sup> day of July 1999

My commission Expires. 7/16/2000

Stamp



Personally Known  
RICHARD G. HARMON  
My Commission CC589444  
Expires Jul. 18, 2000