

P99000100221

FILED

**Allograft Resources, Inc.**  
1505 Ft. Clarke Boulevard, Building 6-204  
Gainesville, Florida 32606

99 NOV 12 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 4, 1999

State of Florida  
Division of Corporations  
Tallahassee, FL 32314

700003042107--0  
-11/12/99-01024-008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

To whom this concerns,

Enclosed are two copies of my Articles of Incorporation for Allograft Resources, Inc. One copy for your records, one copy to be stamped and returned to me expeditiously. I called on the 3rd of November to confirm the name was not currently in use.

Also enclosed is a check for \$87.50  
\$35.00 for the Filing Fee  
\$35.00 for the Registered Agent  
\$ 8.75 for the Certified Copy  
\$ 8.75 for the Cert. of Good Standing  
\$87.50 Total to be Paid

Return To:  
Gene S. Elliott  
1505 Ft. Clarke Boulevard  
Building 6 - 204  
Gainesville, FL 32606

If there is any questions concerning this transaction, please call me at (352)-332-8137.

Sincerely,



Gene S. Elliott

encl.

PH 11/16/99

**Articles of Incorporation  
of  
Allograft Resources, Inc.**

FILED  
99 NOV 12 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned natural person, competent to contract, acting as incorporator of a corporation under The General Corporation laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing articles of incorporation for such corporation.

**ARTICLE I – NAME**

The name of the corporation is: **ALLOGRAFT RESOURCES, INC.**

**ARTICLE II – NATURE OF BUSINESS**

This corporation is organized and empowered to: conduct business in, have one or more offices in, buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and in all other states and countries; to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of property or other instruments to secure the payment of corporate indebtedness as required; to purchase the corporate assets of any other corporation and engage in the same or other character of business; to guarantee, endorse, purchase or hold, sell, transfer, mortgage pledge or otherwise acquire or dispose of shares of capital stock or any bonds, securities or other evidence of indebtedness created by any other corporation in the State of Florida or any other state or government, and while owner of said stock to exercise all the rights, powers, privileges of ownership, including the right to vote such stock.

The corporation shall principally engage in the buying and selling of real estate management properties, both improved and unimproved.

**ARTICLE III – CAPITAL STOCK**

The amount of authorized capital stock is \$100 consisting of 100 shares of common stock having a par value of \$1.00 per share.

#### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash for any new stock of this corporation of any kind, class, or series, shall have the preemptive right to purchase his prorata share there- of as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

#### VOTING RIGHTS/QUORUM

A quorum of the shares entitled to vote, represented in person or proxy, shall consist of 51% of the shares entitled to vote at any meeting.

#### LIMITATION OF TRANSFER OF STOCK

No stock in the corporation shall be transferred to a person who is already a stockholder unless the stock shall have first been offered in writing for sale to each of the other stockholders in the corporation at the same price and on the same terms as would govern upon a transfer to a person not a stockholder.

#### ARTICLE IV – INITIAL CAPITAL

The amount of capital with which the corporation will begin business shall not be less than \$500.

#### ARTICLE V – CORPORATE EXISTENCE

This corporation is to have perpetual existence.

#### ARTICLE VI – PRINCIPAL OFFICE

The street address of the principal office of the corporation in the State of Florida is 1505 Fort Clarke Boulevard, Building 6-204, Gainesville, Florida, 32606.

#### ARTICLE VII – NUMBER OF DIRECTORS

The number of directors of the corporation shall be set by from time to time, by the by-laws, but shall be at least two.

## ARTICLE VIII – BOARD OF DIRECTORS

The first board of directors and their street addresses are as follows:

John S. Elliott  
739 Hunt Circle  
Lake Wales, Florida 33853

Gene S. Elliott  
1505 Ft. Clarke Blvd.  
Building 6-204  
Gainesville, Florida 32606

## ARTICLE IX – SUBSCRIBERS

The name and addresses of each subscriber to these Articles of Incorporation is:

Gene S. Elliott  
1505 Fort Clarke Boulevard  
Building 6-204  
Gainesville, Florida 32606

## ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT

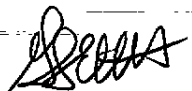
The street address of the initial registered office of this corporation is 1505 Ft. Clarke Boulevard, Building 6-204, Gainesville, Florida, and the name of the initial registered agent of the corporation at that address is Gene S. Elliott.

## ARTICLE XI – INDEMNIFICATION

Indemnification shall be to the full extent permitted by law. The corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or contemplated action, suit, or proceeding, whether civil, criminal or administrative or investigative (including the right of the corporation to procure a judgment in its favor by reason of the fact he or his testator or if intestate is or was a director, officer, employee or agent of the corporation or serves any other corporation, partnership, joint venture, trust or other enterprise in any capacity at the request of the corporation.

IN WITNESS WHEREOF, I do make and subscribe to these Articles of Incorporation this

8 day of November, 1999.

  
Gene S. Elliott

STATE OF FLORIDA

COUNTY OF ALACHUA

Before me, the undersigned authority, personally appeared GENE S. ELLIOTT, who, being by me duly sworn, deposes and says that he executed the foregoing Articles of Incorporation for the purposes therein contained.

Sworn to and subscribe before me this 8 day of November, 1999.



*Michele A. Venick*  
NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT

The undersigned natural person hereby accepts designation as registered agent for ALLOGRAFT RESOURCES, INC.

*Gene S. Elliott*  
\_\_\_\_\_  
GENE S. ELLIOTT

FILED  
99 NOV 12 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA