

P99000109758

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Ringwood Holdings, Inc.

100003073591--3  
-12/17/99--01042--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

File  
First

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 DEC 21 AM 11:03

FILED

DEPARTMENT OF REVENUE  
COMMISSIONER OF REVENUE  
TALLAHASSEE, FLORIDA

99 DEC 17 AM 10:34

RECEIVED

CB  
12-21-99  
7



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 17, 1999

CAPITAL CONNECTION, INC.  
417 EAST VIRGINIA STREET, STE. 1  
TALLAHASSEE, FL 32302

SUBJECT: SANDBANKS, INC.  
Ref. Number: W99000028862

We have received your document for SANDBANKS, INC.. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking  
Director's Office  
101 E. Gaines St.  
Fletcher Bldg., 6th Floor.  
Tallahassee, FL 32399-0350  
(850) 410-9111.

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) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 899A00059363

# ARTICLES OF INCORPORATION

OF

**RINGWOOD HOLDINGS, INC.**

FILED  
99 DEC 21 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, **Albert A. Sanchez, Jr.**, the undersigned, hereby form a corporation for profit under the general corporation laws of the State of Florida in accordance with the following Articles of Incorporation.

## ARTICLE I

The name of the corporation shall be **RINGWOOD HOLDINGS, INC.** Its principal place of business shall be Sarasota, Florida, but the corporation shall have the power to transact business at such place or places as the Board of Directors may designate, and branch offices or places of business may be established in such places within or without the State of Florida as the Board of Directors from time to time may direct.

## ARTICLE II

The principal nature of the business or businesses to be transacted or conducted by this corporation shall be to conduct a home construction and sales business, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned; and otherwise any and all other acts permitted under Florida law.

## ARTICLE III

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 1000 shares at \$1.00 par value.

The consideration for the issuance of said shares, or any part thereof, shall be money current of 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 share 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, or the services performed, or rendered, or to be performed or rendered, as a consideration for the issuance of said stock shall be affixed by the Board of Directors of said corporation. Any and all shares of stock of this corporation which shall be issued for the consideration, or for not less than the consideration shall be cash, property, or services, shall be fully paid and nonassessable.

#### **ARTICLE IV**

The principal office of this corporation shall be and is located in Sarasota County, Florida. Said corporation, however, may establish branch offices in any other place or places and may change the place of the principal office as and when it is deemed advisable by its Board of Directors. The post office address of the principal office of this corporation is 1133 Fourth Street, Sarasota, Florida 34236.

#### **ARTICLE V**

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

#### **ARTICLE VI**

The corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders.

#### **ARTICLE VII**

The name and post office addresses of the initial Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until its successors are elected and have qualified, is as follows:

NAME	ADDRESS
Jason J. Mucklow	1133 Fourth Street, Suite 300, Sarasota, Florida 34236
Sterling J. Wilson	1133 Fourth Street, Suite 300, Sarasota, Florida 34236
Christopher J. Core	1133 Fourth Street, Suite 300, Sarasota, Florida 34236

#### ARTICLE VIII

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 IX

The subscribers of these Articles of Incorporation, and the post office addresses are as follows:

NAME	ADDRESS
Albert A. Sanchez, Jr.	1133 Fourth Street, Suite 300, Sarasota, Florida 34236

#### ARTICLE X

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 of said Board, or at any special meeting called for such purposes by a majority vote of the Directors present.

#### ARTICLE XI

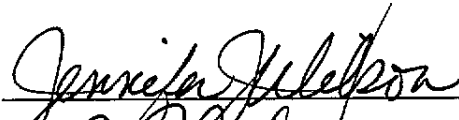

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all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

ARTICLE XII

Albert A. Sanchez, Jr., 1133 Fourth Street, Sarasota, Florida 34236, is hereby designated as the Registered Agent for this corporation, to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned, have hereunto subscribed their hand and affixed their seal to these Articles of Incorporation this 16th day of December, 1999.

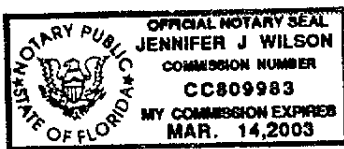
Signed, Sealed and Delivered  
in the Presence of:

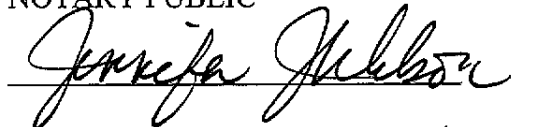
  
ALBERT A. SANCHEZ, JR. (SEAL)

STATE OF FLORIDA )  
COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of December, 1999, by Albert A. Sanchez, Jr. He is personally known to me and did not take an oath.



NOTARY PUBLIC



Jennifer J. Wilson

(Print or type name)

(SEAL)

My Commission Expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR **RINGWOOD HOLDINGS, INC.**, AT THE LOCATION DESIGNATED IN ARTICLE XII OF THE ATTACHED ARTICLES OF INCORPORATION, 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 AS REGISTERED AGENT FOR THE CORPORATION.

  
\_\_\_\_\_  
ALBERT A. SANCHEZ, JR.

Date: December 20, 1999.

**FILED**  
99 DEC 21 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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