

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



95000049180
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 625289 *Patricia Pigitt*

AUTHORIZATION :

COST LIMIT : \$ 122.50

EFFECTIVE DATE
JUN 20 1995

ORDER DATE : June 23, 1995

ORDER TIME : 9:51 AM

ORDER NO. : 625289

CUSTOMER NO: 9511A

CUSTOMER: Ms. Sarah Dennis
GAYNOR DECKER YOUNG MALCHON
DICKSON SCHUMAKER & BERNSTEIN
Suite 1700
150 Second Avenue North
St. Petersburg, FL 33701

FILED
95 JUN 23 PM 12:12
TALLAHASSEE, FL 32301

DOMESTIC FILING

NAME: BRANDYWINE COMMUNITY
MANAGEMENT CORPORATION

500001521895

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

JUN 23 1995

ARTICLES OF INCORPORATION
OF
BRANDYWINE COMMUNITY MANAGEMENT CORPORATION

FILED
95 JUN 23 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

EFFECTIVE DATE
JUN 20 1995

NAME

The name of this corporation is BRANDYWINE COMMUNITY MANAGEMENT CORPORATION.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 2637 McCormick Drive, Clearwater, Florida 34619.

ARTICLE III.

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Joseph W. Gaynor, 2637 McCormick Drive, Clearwater, Florida 34619.

ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less

than one (1). The name and address of the initial directors of this corporation are:

TOD ECKHOUSE	2637 McCormick Drive Clearwater, FL 34619
BRUCE E. MOORE	Brandywine I, Suite #300 Routes 202 & 1 Chadds Ford, PA 19317
PHILLIP C. GIOVINCO	Brandywine I, Suite #300 Routes 202 & 1 Chadds Ford, PA 19317

ARTICLE VI.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Joseph W. Gaynor, 150 Second Avenue N., 17th Floor, St. Petersburg, Florida 33701.

ARTICLE VII.

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE VIII.

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of the stocks of the corporation held by them and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE XII.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

ARTICLE XIII.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right is granted with respect to all shares of stock of the corporation, including:

A. Shares issued as compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

B. Shares issued to satisfy conversion or option rights created to provide compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

C. Shares authorized in these Articles of Incorporation that are issued within six (6) months from the effective date of incorporation;

D. Shares sold otherwise than for money.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XIV.

CUMULATIVE VOTING

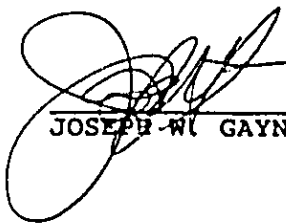
In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit.

ARTICLE XV.

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contract.

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation this 20 day of June, 1995.



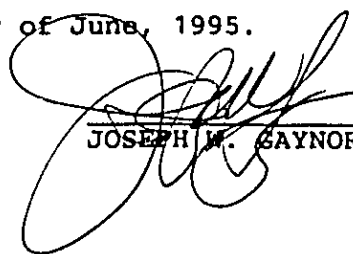
JOSEPH W. GAYNOR

INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act
in the capacity of Registered Agent for the above corporation and
will comply with the provisions of all statutes relative to the
proper and complete performance of my duties. I am familiar with
and accept the obligations of 607.0505, Florida Statutes.

Dated this 20 day of June, 1995.



JOSEPH W. GAYNOR