

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

P970000060586

97 JUL 10 PM 3:43

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
7-9-97

SUBJECT: ANPA, INC.

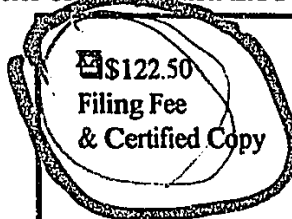
(Proposed corporate name - must include suffix)

700002234907--3
-07/10/97--01051--004
****122.50 ****122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate



\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Ronald J. Schulte
Name (Printed or typed)

21068 St. Peters Drive
Address

Fort Myers Beach, FL 33931
City, State & Zip

(941)765-8821 Fax: (941)765-8821
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

RP
7-11-97

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ARTICLES OF INCORPORATION OF ANPA, INC.

97 JUL 10 PM 3:43
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In compliance with the requirements of Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE ONE: NAME

The name of the corporation shall be: ANPA, Inc.

ARTICLE TWO: PRINCIPAL OFFICE

The address of the Principal office of the corporation is 21072 St. Peters Drive, Fort Myers Beach, Florida 33931.

ARTICLE THREE: SHARES

The maximum number of shares this corporation is authorized to issue is 7,500 all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote. Each of the shares shall have a par value of One Dollar(\$1.00) per share.

Each holder of common shares has full preemptive or preferential rights, as defined by law, to subscribe for or purchase that holder's proportional part of any such shares that may be issued at any time by this corporation.

ARTICLE FOUR: INITIAL REGISTERED AGENT

The initial registered agent for the corporation is Ronald J. Schulte whose address is P.O. BOX 2364, Fort Myers Beach, Florida 33932 and street address is 21068 St. Peters Drive, Fort Myers Beach, FL 33931.

ARTICLE FIVE: INCORPORATOR

The name of the incorporator on behalf of Andrea Mazzone and Pasquale Riso is Ronald J. Schulte whose mailing address is P.O. BOX 2364, Fort Myers Beach, FL 33932 and whose street address is 21068 St. Peters Drive, Fort Myers Beach, FL 33931.

ARTICLE SIX: COMMENCEMENT OF CORPORATION EXISTENCE

The date when the corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation which were drafted on June 30, 1997.

ARTICLE SEVEN: INITIAL BOARD OF DIRECTORS AND OFFICERS

The number of Directors constituting the initial Board of Directors is two(2):

Andrea Mazzone-Director and President

Pasquale Riso-Director and Vice President/Treasurer/Secretary

ARTICLE EIGHT: BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the shareholders.

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ARTICLE NINE: INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without meeting, if consent in writing, setting forth the action so taken shall be signed by all of the persons who are entitled to vote on such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE TEN: INFORMAL DIRECTOR ACTION

Any action of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken shall be signed by all of the persons who are entitled to vote on such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE ELEVEN: AMENDMENT

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

ARTICLE TWELVE: INDEMNIFICATION

The corporation shall indemnify each officer and director including former officers and directors, to the full extent permitted by law.

ARTICLE THIRTEEN: SHAREHOLDER AGREEMENT

The Shareholders or subscribers to stock of this corporation shall be authorized to enter into any agreement between themselves and with the Corporation abridging, limiting, restricting or changing the rights or interests of any one or more of the Shareholders or the subscribers of stock to sell, assign, mortgage, pledge, hypothecate, or transfer on the books of the corporation any and all the shares of the Corporation. A copy of the agreement shall be filed with the Secretary of the Corporation and all certificates of stock shall state that they are subject to the terms of the agreement and the stock shall not thereafter be transferred on the books of the Corporation except in accordance with the terms and conditions of the Agreement.

IN WITNESS WHEREOF the undersigned has signed these Articles of Incorporation on this 9th day of July, 1997.

I hereby accept designation as registered agent.

Ronald J. Schulte

Ronald J. Schulte, Incorporator

STATE OF FLORIDA]

COUNTY OF LEE]

BEFORE ME, the undersigned authority, personally appeared Ronald J. Schulte, who provided a valid Florida Driver's License #S430-730-49-138-0 and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal on this 9th day of July, 1997.

Carolyn Adomaitis
Notary Public

