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CORPORATION NAME(	S) AND DOCUMENT NUMBER(S	3) (if known):
Buena V.	'da Management	- Company Inc.
☐ Walk In ′	Pick Up Time	SECRETARY OF STATE OF
Will Wait Photocopy	DET. SATE	Certificate of Good Standing  ARTICLES ONLY
		ALL CHARTER DOCS
Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	Certificate of FICHITIOUS NAME, SEARCH
OTHER FILINGS Annual Report Fictitious Name Name Reservation	Foreign Limited Partnership Reinstatement Trademark	CORP SEARCH 11: 19
	Other	T. SMITH APR 1 7 2001

# **ARTICLES OF INCORPORATION**

<u>OF</u>

# BUENA VIDA MANAGEMENT COMPANY, INC.

# **ARTICLE I - NAME**

The name of this corporation is BUENA VIDA MANAGEMENT COMPANY, INC...

# **ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

# **ARTICLE III - PURPOSE**

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue7,500 shares of \$1.00 par value common stock.

#### ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

### **ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2443 Pine Woods Circle, Naples, Florida 34105, and the name of the initial registered agent of this corporation at that address is Daniel E. Carter.

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#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

**NAME** 

**ADDRESS** 

DANIEL E. CARTER

2443 Pine Woods Circle Naples, Florida 34105

# **ARTICLE IX - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

**NAME** 

**ADDRESS** 

DANIEL E. CARTER

2443 Pine Woods Circle Naples, Florida 34105

#### **ARTICLE X - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE XI

#### APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

### **ARTICLE XII - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

# **ARTICLE XIII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

### **ARTICLE XIV - 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 XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 2443 Pine Woods Circle, Naples, Florida 34105.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th ay of April, 2000.

DANIEL E. CARTER, INCORPORATOR

# STATE OF FLORIDA : COUNTY OF BREVARD :

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 14th day of April, 2000.

My Commission Expires:

NOTARY PUBLIC
State of Florida at Large

Philip F. Nohrr

**Printed Name** 

Commission No. CC 831459

PHILIP F. NOHRR
MY COMMISSION # CC 831459
EXPIRES: June 19, 2003
Bonded Thru Notary Public Underwriters

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that BUENA VIDA MANAGEMENT COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, State of Florida, has named Daniel E. Carter, located at 2443 Pine Woods Circle, Naples, Florida 34105, as its agent to accept service of process within this State.

# ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Daniel E. Carter

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SECRETARY OF STATE