

Brigid D. Soldavini CPA, P.A.

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PO10000064392

June 26, 2001

Florida Division of Corporations
409 E. Gain St.
Tallahassee, FL

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-06/27/01--01053--014
*****87.50 *****87.50

RE: Four (4) New Corporations

Enclosed is paperwork for four (4) new corporations, in order to expedite the process; I have enclosed a return Fedex envelope. We are in need of these as soon as possible due to property closings coming up. If you have any questions, please feel free to contact me. I thank you in advance for your immediate attention to this matter.

Sincerely,

Cindy Bombard

Cindy Bombard

BRIGID D. SOLDVINI CPA PA

FILED
01 JUN 27 PM 1:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Articles of Incorporation
of
GulfRentals Arbor Village, Inc.**

The undersigned subscriber to these Articles of Incorporation, Michael Peel, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation is GulfRentals Arbor Village, Inc. The principal office and mailing address of the corporation is 14135 Collier Blvd., Naples, FL 34119.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles with the Florida Secretary of State.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 14135 Collier Blvd., Naples, FL 34119, and the name of the initial registered agent of the Corporation at that address is Michael Peel. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Michael Peel
160 Vintage Circle, #101
Naples, FL 34119

Stephen Peel
1380 29th Street SW
Naples, FL 34117

ARTICLE VIII

INCORPORATORS

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

Michael Peel
160 Vintage Circle, #101
Naples, FL 34119

ARTICLE IX


BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscriber executed these Articles of Incorporation this 26th day of June, 2001.


Michael Peel

STATE OF FLORIDA
COUNTY OF COLLIER


BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael Peel, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26th day of June, 2001.

(SEAL)



Cinzia Bombard
Commission # CC 938140
Expires June 19, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


NOTARY PUBLIC
State of Florida at Large

My commission expires: June 19, 2004

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

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

That GulfRentals Arbor Village, Inc., desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the Articles of Incorporation in the County of
Collier, State of Florida, has named Michael Peel located at 14135 Collier Blvd., Naples, FL
34119, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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


Michael Peel

FILED
01 JUN 27 PM 1:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA