

PO10000067695

TREISER, LIEBERFARB, COLLINS & VERNON, CHTD.

ATTORNEYS AT LAW

Thomas A. Collins, II  
William J. Dempsey  
Fitzgerald A. Frater  
Benjamin C. Iseman  
Stanley J. Lieberfarb  
C. Richard Mancini  
Christopher J. Thornton  
Richard M. Treiser  
Christopher T. Vernon

The Northern Trust Building  
4001 Tamiami Trail North  
Suite 330  
Naples, Florida 34103  
Telephone (941) 649-4900

Fax (941) 649-0823  
Internet Address:  
www.swflalaw.com

July 3, 2001

Richard Shapack  
of Counsel

Also admitted in Michigan  
+ Also admitted in New York  
Also admitted in Kentucky  
Also admitted in New Jersey  
† Board Certified Tax Attorney

Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Post Office Box 6327  
Tallahassee, Florida 32399

500004459995--4  
-07/05/01--01062--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**Re: Kimberg Properties, Inc.**  
**Our File Number: 4622.003**

Dear Reader:

Enclosed you will find an original and one (1) copy of the Articles of Incorporation for Kimberg Properties, Inc. together with our firm check in the sum of \$78.75 which sum represents your filing fee.

Kindly return to my attention a certified copy of said Articles of Incorporation.

If you have any questions regarding this matter, please feel free to contact me. Thank you very much for your attention and consideration.

Very truly yours,

TREISER, LIEBERFARB, COLLINS & VERNON, CHTD.

*Leslie L. Hood*

Leslie L. Hood, Paralegal  
For The Firm  
e-mail-lhood@swflalaw.com  
/llh

Enclosures

FILED  
01 JUL -5 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**KIMBERG PROPERTIES, INC.**

The undersigned, acting as the sole Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE ONE**  
**NAME**

- 1.01 The name of the Corporation is **KIMBERG PROPERTIES, INC.**

**ARTICLE TWO**  
**DURATION**

- 2.01 The duration of the Corporation shall be perpetual.

**ARTICLE THREE**  
**PURPOSE**

- 3.01 The purpose of the Corporation is to engage in any activity or business permitted under Section 607.0301 of the Florida Business Corporation Act.

**ARTICLE FOUR**  
**CAPITAL STOCK**

- 4.01 The aggregate number of shares that the Corporation has authority to issue is 7,500 all of which shall be common shares without par value.

**ARTICLE FIVE**  
**NO PRE-EMPTIVE RIGHTS**

- 5.01 There shall be no pre-emptive rights for any shareholder.

**ARTICLE SIX**  
**REGISTERED AND PRINCIPAL OFFICES**

- 6.01 The street address of the initial registered office of the Corporation is 4001 Tamiami Trail North, Suite 330, Naples, Florida 34103 and the name of the initial registered agent at that address is Thomas A. Collins, II, Esquire.

- 6.02 The street address of the principal office of the Corporation is 105 Hudson Street #11 N, New York, NY 10013.

**FILED**  
**01 JUL -5 PM 1:47**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE SEVEN**  
**INCORPORATOR**

7.01 The name and address of the Incorporator is:

NAME

ADDRESS

Iris Kimberg

105 Hudson Street #11 N  
New York, NY 10013

**ARTICLE EIGHT**  
**DIRECTORS**

8.01 The initial Board of Directors of the Corporation shall consist of one (1) member. The number of Directors may be changed from time to time by resolution duly adopted by the shareholders of the Corporation.

8.02 The name and address of the sole Director is:

NAME

ADDRESS

Iris Kimberg

105 Hudson Street #11 N  
New York, NY 10013


**ARTICLE NINE**  
**INCREASING QUORUM OR VOTING REQUIREMENTS**  
**FOR SHAREHOLDERS**

9.01 The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders. The adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

**ARTICLE TEN**  
**RESTRICTIONS ON TRANSFER OF STOCK**

10.01 Provisions restricting the transfer of stock may be contained in the bylaws, in any shareholder agreement or buy-sell agreement filed at the corporation's principal office, or stated on the front or back of any stock certificate, and purchasers of any shares shall be deemed to have notice of such restrictions.

IN WITNESS WHEREOF, I have subscribed my name on the 3rd day of <sup>July</sup> June, 2001.

  
IRIS KIMBERG  
Incorporator

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_ day of June, 2001, by **IRIS KIMBERG**, who is personally known to me or has produced \_\_\_\_\_ as identification. NOTE: If a type of identification is not inserted in the blank provided, then the person executing this instrument was personally known to me.

My commission expires:


\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
Typed, Printed or Stamped Name

#### ACCEPTANCE BY REGISTERED AGENT

Having been designated in the foregoing Articles of Incorporation as the Registered Agent of the above-named Corporation to accept service of process for said Corporation, at the place designated as the Registered Office, I hereby accept such designation and agree to act in such capacity and to comply with the provisions of the Florida Business Corporation Act in all other respects.

Dated: 7-3-01

  
THOMAS A. COLLINS, II, ESQUIRE,  
Registered Agent