

TRANSMITTAL LETTER

EXPIRATION DATE  
10-1-01

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FILED

01 SEP 14 PM 3:07

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

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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-09/14/01--01037--021  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: SUNSET BRECKENRIDGE CORPORATION  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FEIN 59-3742823

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

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status  
ADDITIONAL COPY REQUIRED

FROM: ALANA KRISTEN  
Name (Printed or typed)

853 VANDERBILT BCH RD #7  
Address

NAPLES, FL 34108  
City, State & Zip

941.793.1623  
Daytime Telephone number

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

**EFFECTIVE DATE**

10-1-01

**FILED**

01 SEP 14 PM 3:07

NOTAR PUBLIC STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SUNSET BRECKENRIDGE CORPORATION**

The undersigned incorporator for the purpose of forming a corporation in compliance with Chapter 607 and/or Chapter 617, Florida Statutes, hereby adopt the following Articles of Incorporation.

**Article I Name**

The name of the corporation (hereinafter called the Corporation) shall be:

**SUNSET BRECKENRIDGE CORPORATION.**

**Article II Principal Office**

The principal place of business and the mailing address of this corporation shall be:

**2706 Horseshoe Drive South, Suite 201, Naples, FL 34104**

**Article III Purpose**

- A: To provide an entity pursuant to the Florida Business Corporation Act.
- B. To engage in the businesses of property management, management of condominium associations, business properties and entities, and such other businesses as a corporation may lawfully engage in.
- C. To own or lease such real and personal property as may be necessary or appropriate for such businesses.
- D. To exercise the powers and privileges conferred upon corporations by the laws of the State of Florida and in furtherance of and subject to the above purposes.

**Article IV Shares**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**50 (Fifty shares) All such shares shall consist of one class of stock, common stock, and each share shall have a no-par value, and each share shall carry equal voting rights with every other share outstanding. Under no circumstance shall there be an imposition of personal liability on shareholders for the debts of the corporation.**

**Article V      Effective time and date of Incorporation**

**These articles shall take effect at 12.01 a.m. on October 1, 2001.**

**Article VI      Initial Registered Agent and Street Address**

**The name and address of the initial registered agent is:**

**Alana Kristen, 853 Vanderbilt Beach Road #7, Naples, FL 34108.**

**Article VII      Incorporator**

**The name and street address of the sole incorporator to these Articles of Incorporation is:**

**Alana Kristen, 853 Vanderbilt Beach Road #7, Naples, FL 34108.**

**Article VIII      Duration**

**The period of duration of the Corporation is perpetual.**

**Article IX      Board of Directors**

**The affairs of the corporation shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws. The Board of Directors of the Corporation shall consist of one or more natural persons, as specified in the corporation's By-Laws.**

**A. The duties and powers of the officers shall be as are designated by the Board of Directors.**

**B. The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.**

**C. With the consent in writing, and pursuant to a vote of the holders of 75% of the common stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this corporation.**

**D. The By-Laws shall determine whether and to what extent the accounts and books of this corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.**

**Article X      Term of Office**

**Each director shall hold office until the next annual meeting of the Corporation or until his successor shall have been duly elected and qualified.**

**Article XI   Indemnification:**

To the fullest extent permitted by Florida law, the Corporation shall indemnify and hold harmless every Director and every officer of the Board against all expenses and liabilities, including attorneys fees, actually and reasonable incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

A. Willful misconduct or a conscious disregard for the best interests of the Corporation, in a proceeding by or in the right of the Corporation to procure a judgment in its favor.

B. A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

C. A transaction from which the Director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Corporation. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

**Article XII   Bylaws**


The Bylaws of the Corporation may be altered, amended, or rescinded in the manner provided therein.

**Article XIII   Amendment**

These articles of incorporation may be amended in the manner authorized by law and any amendments shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida, with the same formalities as are required by law for amendments to the Bylaws.

The undersigned incorporator has executed these Articles of Incorporation this 12<sup>th</sup> day of September, 2001.

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Date

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
**01 SEP 14 PM 3:07**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.**

- 1. The name of the corporation is:**

**SUNSET BRECKENRIDGE CORPORATION  
2706 Horseshoe Drive South, Suite 201  
Naples, FL 34104**

- 2. The name and address of the registered agent and office is:**

**Alana Kristen  
853 Vanderbilt Beach Road #7 Naples, FL 34145**

**Having been named as registered agent and to accept service of process for the  
above stated corporation at the place designated in this certificate, I hereby accept  
the appointment as registered agent and agree to act in this capacity.**

  
**Signature/Registered Agent**

9/12/01  
**Date**

**DEPARTMENT OF STATE, DIVISION OF CORPORATIONS, P.O. BOX 6327,  
TALLAHASSEE, FL 32314 (850)245-6052**