

**ROSE AND WELLER**  
ATTORNEYS AT LAW  
P.O. BOX 321255  
101 N. ATLANTIC AVENUE  
COCOA BEACH, FLORIDA 32932-1255

WALTER T. ROSE, JR., P.A.  
WILLIAM E. WELLER

TELEPHONE (321) 784-0147  
FAX (321) 784-4364  
RoseWeller@Worldnet.att.net

*PO1000107919*

October 30, 2001

**EFFECTIVE DATE**  
*10-26-01*

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32314-6327

**FILED**  
NOV-2 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
900004664-1  
-11/02/01--01052--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Fano Island, Inc.

Dear Madam:

Enclosed please find original Articles of Incorporation and Registered Agent Designation which I would appreciate your filing with the State of Florida for the above proposed Florida corporation.

A check in the amount of \$78.75 is enclosed to cover costs of filing fees and Certified Copy fee.

Thank you for your assistance in this matter.

Yours very truly,

*Walter T. Rose, Jr.*  
Walter T. Rose, Jr.

WTR:scb  
Enclosures  
cc: John Catechis

*Stephen J. Miller, Jr.*  
**GAVE**  
AUTHORIZATION BY PHONE TO  
CORRECT *11/1/01*  
DATE *11/18/01*  
DOC. EXAM *Don Brown*

**EFFECTIVE DATE**  
**10-26-01**

**FILED**  
**01 NOV-2 PM 3:00**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION**

**OF**

**FANO ISLAND, INC.**

**ARTICLE I NAME**

The name of this corporation is Fano Island, Inc.

**ARTICLE II DURATION**

This corporation shall exist perpetually commencing as of the date of execution and acknowledgement of these Articles.

**ARTICLE III PURPOSE**

This corporation is organized for the purpose of conducting any lawful business.

**ARTICLE IV CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE V PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

**ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 301 Forrest Avenue, Cocoa, Florida 32922.

**ARTICLE VII 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 bylaws but shall never be less than one (1). The name and address of the sole member of the initial Board of Directors of this corporation is:

JOHN CATECHIS, 301 Forrest Avenue, Cocoa, Florida 32922

#### **ARTICLE VIII INCORPORATOR**

The name and address of the Incorporator signing these Articles is: JOHN CATECHIS, 301 Forrest Avenue, Cocoa, Florida 32922.

#### **ARTICLE IX BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE X CUMULATIVE VOTING**

At each election of Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

#### **ARTICLE XI SHAREHOLDER QUORUM AND VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in person, or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XII POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE XIII DIRECTOR QUORUM AND VOTING**

A majority of the Directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the Directors present shall be the act of the Board of Directors.

**ARTICLE XIV AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 26<sup>th</sup> of October, 2001.

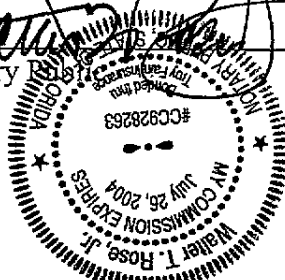
  
\_\_\_\_\_  
JOHN CATECHIS

**STATE OF FLORIDA  
COUNTY OF BREVARD**

**BEFORE ME**, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JOHN CATECHIS known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this 26<sup>th</sup> day of October, 2001.

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



**FILED**  
01 NOV -2 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted  
in compliance with said Act.

**FIRST:** That Fano Island, Inc., desiring to organize under the laws of the State  
of Florida with its initial principal office located at 301 Forrest Avenue, Cocoa, Florida  
32922, has named JOHN CATECHIS 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.

  
\_\_\_\_\_  
JOHN CATECHIS