

# PO10000117216

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01 DEC 10 PM 12:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

700004716437--4  
-12/10/01--01073--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: FW ENTERPRISE INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Cheryl Wilcox  
Name (Printed or typed)

56283 OCEAN DR  
Address

MARATHON FL 33050  
City, State & Zip

305-243-5060  
Daytime Telephone number

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

9. BIALOCK DEC 11 2001

ARTICLES OF INCORPORATION  
OF  
FW ENTERPRISE, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be FW Enterprise, Inc. and the initial address of this corporation shall be 56283 Ocean Drive, Marathon, FL 33050.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$1.00	common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall have the pre-emptive right to purchase his pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE IV

This corporation shall exist perpetually unless dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at 56283 Ocean Drive, Marathon, FL 33050 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Cheryl A. Wilcox.

#### ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

#### ARTICLE VII

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

<u>Name</u>	<u>Address</u>
Frances L. Wolfson	11111 Biscayne Blvd. Suite 1004 Miami, FL 33161

#### ARTICLE VIII

The name and address of the Incorporator is Cheryl A. Wilcox, 56283 Ocean Drive, Marathon, FL 33050.

#### ARTICLE IX

No contract or other transaction between this corporation and any other corporation and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

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ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

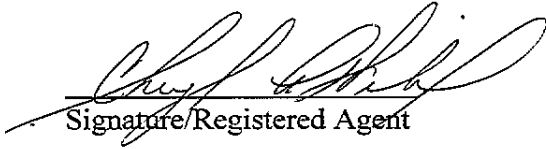
This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

  
Signature/Registered Agent

December 7, 2001

  
Signature/Incorporator

December 7, 2001