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MARC F. OATES, P.A.

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April 19, 2002

Via Federal Express

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(850) 245-6051

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Re: Formation: Camco Realty, Inc.
Our File No.: 02-015.001
Enclosure: Amended and Restated Articles of Incorporation

Dear Registration Section:

Enclosed please find Amended and Restated Articles of Incorporation for Camco Realty, Inc. and our check made payable to Florida Department of State for the total amount of \$52.50 (\$35 filing fee; \$8.75 certified copy and \$8.75 for certificate of status), representing the required fee for filing the Amendment.

After filing, please return certified copies and certificate of status to this law office at the address listed above.

Should you have any questions, please do not hesitate contact this law office accordingly. Thank you for your attention to the enclosed.

Very truly yours,

Marc F. Oates
Marc F. Oates, Esq.

Enclosures as stated
cc: Department of State

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CAMCO REALTY, INC.

The undersigned President and Director, for the purpose of amending the articles of incorporation under the Florida Business Corporation Act, and in compliance with section 607.1106, Florida Statutes, does hereby adopt the following Amended and Restated Articles of Incorporation:

ARTICLE I – NAME

The name of this corporation is:

CAMCO REALTY, INC.

ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of the Corporation is **1826 Trade Center Way, Ste. E, Naples, Florida 34109** and the mailing address of the Corporation is **1826 Trade Center Way, Ste. E, Naples, Florida 34109**.

ARTICLE III - PURPOSE

The general nature of the purposes for which the Corporation is organized include the following:

- A. To engage in the real estate brokerage business.
- B. To engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- D. This Corporation shall have a perpetual existence.

ARTICLE IV - SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and such shareholder shall be entitled

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to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares of stock.

ARTICLE V – PAR VALUE

The shares of the Corporation shall have a par value of \$1.00 per share.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **10001 Tamiami Trail, N., Suite 119, Naples, Florida 34108**, and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

ARTILCE VII – OFFICERS/DIRECTORS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names and address of the persons who are to serve as Officers of the Corporation are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Marc F. Oates	136 Colonade Circle, Naples, Florida 34103
VP	Marc F. Oates	136 Colonade Circle, Naples, Florida 34103
Secretary	Marc F. Oates	136 Colonade Circle, Naples, Florida 34103
Treasurer	Marc F. Oates	136 Colonade Circle, Naples, Florida 34103

Section 3. The names of the persons who are to serve as Directors of the Corporation are as follows:

<u>Director Name:</u>	<u>Address:</u>
Marc F. Oates	136 Colonade Circle, Naples, Florida 34103

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator is:

Marc F. Oates, P.A.
Marc F. Oates, Esq.
10001 Tamiami Trail N., Ste. 119
Naples, FL 34108

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ARTICLE IX – BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE X – ADOPTION OF AMENDMENTS

The Amendment(s) were adopted by the officers and by the board of directors without shareholder action and shareholder action was not required.

Signed this 4th day of April, 2002

Signature: Deborah Camera
Deborah Camera – President/Director

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marc F. Oates, P.A.

By: Marc F. Oates
Marc F. Oates, Esq.

Its: _____
President/Director

Date: April 3, 2002