

P02000050060



ACCOUNT NO. : 072100000032

REFERENCE : 561595 9495A

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 70.00

FILED
2002 MAY -2 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : May 2, 2002

ORDER TIME : 12:00 PM

ORDER NO. : 561595-005

CUSTOMER NO: 9495A

CUSTOMER: Jeffrey Gordon, Esq
Maney & Gordon, P.a.

Suite 3170
101 East Kennedy Boulevard
Tampa, FL 33602

RECEIVED
02 MAY -2 PM 12:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SUNCOAST PROPERTY GROUP, INC.

EFFECTIVE DATE: 600005431266-18

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

2544
W02-12643

✓
J 5/7/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2002 MAY -2 PH 1:19

SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 2, 2002

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SUNCOAST PROPERTY GROUP, INC.
Ref. Number: W02000012643

RESUBMIT
Please give original
submission date as file date
02 MAY -7 AM 11:31
RECEIVED

We have received your document for SUNCOAST PROPERTY GROUP, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 502A00027463

ARTICLES OF INCORPORATION

OF

PALM COAST PROPERTY GROUP, INC.

2002 MAY -2 PM 1:19

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

ARTICLE ONE

The name of the corporation shall be:

PALM COAST PROPERTY GROUP, INC.

ARTICLE TWO

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

- (a) To buy, sell, develop, manage and operate real estate properties for investment.
- (b) To do any activity as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and everything necessary,

suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

- (c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 1,000 shares at a par value of \$1.00 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders. Initial distribution shall be as follows: 250 original shares to Michael Parham; 250 original shares to Andrew Losso; 250 original shares to Jeff Gordon; 250 original shares to David Widstrand.

ARTICLE FIVE

The beginning capital of this corporation shall be \$100.00.

ARTICLE SIX

The corporation shall not have directors.

ARTICLE SEVEN

The address in the State of Florida of the principal office of the corporation is:

101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602

ARTICLE EIGHT

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT:	Richard D. Giglio
VICE PRESIDENT OF DEVELOPMENT:	Michael Parham
CHIEF OPERATING OFFICER:	Andrew Losso
CHIEF FINANCIAL OFFICER:	Jeff Gordon
VICE PRESIDENT OF MARKETING:	David Widstrand

ARTICLE NINE

Any profits earned by the corporation shall be divided among the stockholders on a prorated basis according to each stockholder's earnings.

ARTICLE TEN

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

JEFF GORDON
101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602

ARTICLE ELEVEN

The Registered Agent and Registered Office of this corporation shall be:

RICHARD D. GIGLIO, ESQUIRE
101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602


ARTICLE TWELVE

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

ARTICLE THIRTEEN

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this the 30th day of April, 2002.



JEFF GORDON, CFO

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, RICHARD D. GIGLIO, ESQUIRE, hereby accept designation as Resident Agent
on this 30th day of April, 2002.



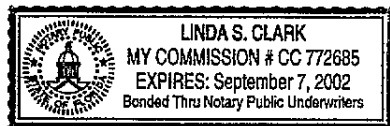
RICHARD D. GIGLIO, ESQUIRE

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public, authorized in the
State and County aforesaid to take acknowledgments, personally appeared RICHARD D.
GIGLIO, ESQUIRE, to me personally known to me, who executed the foregoing
Acceptance of Designation of Resident Agent.

WITNESS my hand and official seal this 30th day of April, 2002.





NOTARY PUBLIC

FILED
2002 MAY -2 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA