



P02000069137

ACCOUNT NO. : 072100000032

REFERENCE : 634321 9955A  
*Patricia Pignato*

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : June 21, 2002

ORDER TIME : 12:34 PM

ORDER NO. : 634321-005

CUSTOMER NO: 9955A

CUSTOMER: Ms. Karolyn Sheekey  
Chiumento & Associates, P.a.

Suite B  
4 Old Kings Road North  
Palm Coast, FL 32137

DOMESTIC FILING

NAME: PALM COAST BLUE WATER  
INTERNATIONAL II CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JUN 21 AM 10:16

700005914317-15

RECEIVED  
02 JUN 21 PM 4:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

F. OMESSER JUN 24

# CHIUMENTO & ASSOCIATES, P.A.

ATTORNEYS AT LAW

Michael D. Chiumento  
Sidney M. Nowell  
Donald J. Seps  
Christine Costa Camacho  
Michael D. Chiumento III

4 Old Kings Road North, Suite B  
Palm Coast, FL 32137  
(386)445-8900  
Fax (386)447-1336  
Real Estate Fax (386)445-6702  
E-mail: info@palmcoastlaw.com

June 20, 2002

Sent Via Federal Express

CSC Networks, Inc.  
1201 Hays Street  
Tallahassee, FL 32301

Re: **Palm Coast Blue Water International II Corporation**  
**Our Account No: 9955A**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Palm Coast Blue Water International II Corporation. Please file the Articles with the Secretary of State's office as soon as possible and return a certified copy of same to me by Federal Express. Also, please contact me when the Articles have been filed at the above phone number.

**PURSUANT TO A TELEPHONE CONVERSATION WITH THE SECRETARY OF STATE'S OFFICE, PLEASE NOTIFY THEM THAT THE ABOVE CORPORATION IS OWNED BY THE SAME PERSONS AS "PALM COAST BLUE WATER INTERNATIONAL CORPORATION" WHICH WAS FILED ON APRIL 19, 1999 AND, THEREFORE, WILL NOT CAUSE A CONFLICT.**

Please forward an invoice for filing the Articles of Incorporation and for your fees to our office. If you have any questions concerning this matter, please do not hesitate to contact our office. Thank you.

Sincerely,



Karolyn Sheekey  
Secretary

encl.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JUN 21 AM 10:16

## **ARTICLES OF INCORPORATION**

of

### **PALM COAST BLUE WATER INTERNATIONAL II CORPORATION**

The undersigned incorporators of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

#### **ARTICLE I. NAME**

The name of this corporation is:

**PALM COAST BLUE WATER INTERNATIONAL II CORPORATION**

#### **ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to operate a real estate development business; and to engage in every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have

outstanding at any one time is: 100 shares of common stock with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

#### ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE V. ADDRESS

The street and mailing address of the initial principal office of this corporation in the State of Florida is 21 Old Kings Road North, Suite B101, Palm Coast, FL 32137. The Board of Directors may, from time to time, move the principal office or mailing address to any other addresses in Florida.

#### ARTICLE VI. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

#### ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Name

Address

Valerie Kaan

21 Old Kings Road North, Suite B101  
Palm Coast, FL 32137

#### ARTICLE VIII. INCORPORATORS

The name and post office address of each incorporator of these Articles of Incorporation is:

Name

Address

Michael D. Chiumento

4 Old Kings Road North, Suite B  
Palm Coast, FL 32137

#### ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

FILED  
SECRETARY OF STATE  
PALM BEACH, FLORIDA  
02 JUN 21 AM 10:16

**ARTICLE X. REGISTERED AGENT AND OFFICE**


The registered agent and office for this corporation shall be Michael D. Chiumento, Esquire, 4 Old Kings Road North, Suite B, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at anytime in accordance with the provisions of Florida law.

  
MICHAEL D. CHIUMENTO, Incorporator

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST: THAT PALM COAST BLUE WATER INTERNATIONAL CORPORATION,  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,  
WITH ITS PRINCIPAL PLACE OF BUSINESS AT 21 OLD KINGS ROAD NORTH, SUITE  
B101, PALM COAST, FL 32137, HAS NAMED MICHAEL D. CHIUMENTO, ESQUIRE, 4 OLD  
KINGS ROAD NORTH, SUITE B, STATE OF FLORIDA, 32137 AS ITS REGISTERED AGENT  
AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
MICHAEL D. CHIUMENTO, Incorporator  
DATE: 6/20, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.



MICHAEL D. CHIUMENTO  
REGISTERED AGENT

DATE: 6/20, 2002

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JUN 21 AM 10:16