

**Bernard S. Peck**  
Member FL & CT Bars

**Daniel D. Peck**  
Member FL & CT Bars

**Craig D. Blume**  
Member FL Bar

PO2000077179

**Peck & Peck**  
*Attorneys at Law*

Suite 103, First Union Building  
5801 Pelican Bay Boulevard  
Naples, Florida 34108

Telephone  
(239) 566-3600

Facsimile  
(239) 566-3977

July 11, 2002

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

300006410653--4  
-07/15/02--01077--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Gulfside Realty of Southwest FL, Inc.

Dear Madam:

We enclose herewith for filing the original and one copy of the Articles of Incorporation for the above named corporation, together with a check to your order in the amount of \$78.75 representing the filing fee.

Please return a certified copy of these Articles to the undersigned when they have been filed.

Thank you for your attention to this matter.

Sincerely,

Daniel D. Peck

DDP:ls  
Encs.

FILED  
02 JUL 15 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bm 7/16

ARTICLES OF INCORPORATION  
OF  
GULFSIDE REALTY OF SOUTHWEST FL, INC.

FILED  
02 JUL 15 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME AND ADDRESS

The name of this corporation is GULFSIDE REALTY OF SOUTHWEST FL, INC. and its principal address is 5100 Tamiami Trail North, Suite 111, Naples, Florida 34103.

ARTICLE II  
DURATION

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III  
PURPOSE

This corporation is organized to engage in the business of real estate brokerage, buying, selling and leasing real estate and for all other purposes allowed a Florida corporation.

ARTICLE IV  
CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5100 Tamiami Trail North, Suite 111, Naples, Florida 34103, and the name of the initial registered agent of this corporation at that address is EDUARDO J. FALCONE.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. Every director shall be a registered Florida real estate broker. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation is: EDUARDO J. FALCONE, 23428 Hat Pin Court, Bonita Springs, Florida 34134.

ARTICLE VII

INCORPORATOR

The names and addresses of the persons signing these Articles is: EDUARDO J. FALCONE, 23428 Hat Pin Court, Bonita Springs, Florida 34134.

ARTICLE VIII

BY-LAWS

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

ARTICLE IX

SHAREHOLDER QUORUM

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

ARTICLE X

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger is required, even if that approval is not required by law.

ARTICLE XI

NO REMOVAL OF DIRECTORS

The shareholders of this corporation are not entitled to remove any director from office during his term without cause.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct.

An officer or director shall not be liable to the corporation for any loss or damage sustained by it for any action taken or omitted by him if he in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he believed to be sound accounting and business practice.

ARTICLE XIII

PREEMPTIVE RIGHTS

Every shareholder upon the issuance or sale of any new stock of this corporation of the same kind or class as that which he already owns, shall have the preemptive right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIV

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them by a two-thirds vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 11<sup>TH</sup> day of July, 2002.

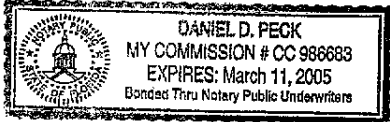
Eduardo J. Falcone L.S.  
Eduardo J. Falcone, Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, appeared Eduardo J. Falcone, personally known to me to be the person who executed these Articles of Incorporation, and he acknowledged before me that as his free act he executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of July, 2002.

Daniel D Peck  
Notary Public  
Daniel D Peck  
My Commission Expires:



I, EDUARDO J. FALCONE, agree to serve as resident agent and accept service for GULFSIDE REALTY OF SOUTHWEST FL, INC., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 11<sup>th</sup> day of July, 2002.

Eduardo J. Falcone  
EDUARDO J. FALCONE

FILED  
02 JUL 15 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA