

J. STEVEN GRIBBLE
ATTORNEY AT LAW
1700 Tamiami Trail
Unit G-3
Port Charlotte, FL 33948

TELEPHONE (941) 629-3997
FACSIMILE (941) 629-1274

PROBATE
WILLS

P0200 0083715

January 8, 2001

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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*****78.75 *****78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG - 1 AM 10:14
FILED
REAL ESTATE
TRUSTS

RE: ALMAR RENTALS AND
MANAGEMENT SERVICES, INC.
Our File No. 02-065-G

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation and the original Resident Agent form on the above mentioned Corporation. I am enclosing a check in the amount of \$78.75; \$70.00 for the filing of the Articles of Incorporation and Resident Agent form and \$8.75 for a certified copy of same.

Please return the certified copy of the Articles of Incorporation to this office.

Very truly yours,

J. Steven Gribble
J. Steven Gribble

/cdb
encl.

8-2-02
7

FILED
02 AUG -1 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ALMAR RENTALS and MANAGEMENT SERVICES, INC.

The undersigned subscribers to 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 shall be
ALMAR RENTALS and MANAGEMENT SERVICES, INC.

ARTICLE II.

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property, or services. The Board of Directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00

ARTICLE V.

BEGINNING DATE

The beginning date of this corporation shall be when these Articles are filed.

ARTICLE VI.

ADDRESS

The initial mailing address of the principal office of this corporation is: Unit G7, 1700 Tamiami Trail, Port Charlotte, FL 33948
The directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have three directors, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII.

INITIAL DIRECTORS AND OFFICERS

The names and Post Office addresses of the members of the first Board of Directors and first officers are:

<u>NAME AND ADDRESS</u>	<u>TITLE</u>
Edward De Paiva 3418 Deck St. Port Charlotte, FL 33981	Director
Elizabeth De Paiva 3418 Deck St. Port Charlotte, FL 33981	Director, President, and Treasurer
Judith A. Waldrop 22289 Tennyson Ave. Port Charlotte, FL 33954	Vice President and Secretary

ARTICLE IX.

SUBSCRIBERS

The names and addresses of the several subscribers to these Articles of Incorporation, together with the number of shares of stock each agrees to take, and the value of the consideration thereof, are:

<u>NAME AND ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>AMOUNT</u>
Edward De Pavia and Elizabeth De Paiva, as joint tenants with right of survivorship	450	\$450.00
Judith A. Waldrop	50	\$ 50.00

ARTICLE X.

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent of the corporation shall be Judith Waldrop and Registered Office shall be Unit G7, 1700 Tamiami Tr., Port Charlotte, FL 33948

ARTICLE XI.

PREEMPTIVE RIGHTS TO NEW STOCK ISSUE

The corporation shall have the power to grant to the stockholders of record at the time of the issuance of any additional stock beyond the originally authorized maximum number of shares of common stock previously provided for, full preemptive rights to the issuance of all new stock, in that such new stock shall be first offered to such registered stockholders for sale at the "stated" or "fixed" value thereof as determined by the Board of Directors, before said stock shall be offered for sale to persons other than said stockholders, The terms and other details of such offer including the time of this acceptance and the manner of payment shall be determined by the Board of Directors.

No stockholder of this corporation, however, shall be entitled to a right to purchase or subscribe for any part of the

unissued portion of the heretofore authorized maximum number of shares; nor to such new shares as are issued for the express purpose of requiring thereof, and in exchange for, additional property and assets for and by this corporation; nor to such new shares as are issued in furtherance and in completion of any merger or consolidation of this corporation with one or more corporations.

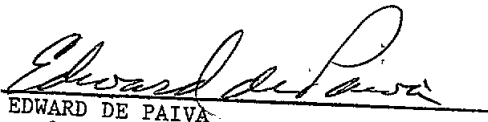
ARTICLE XII.

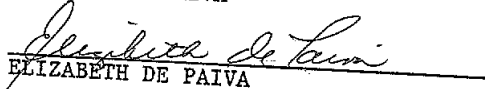
AMENDMENT

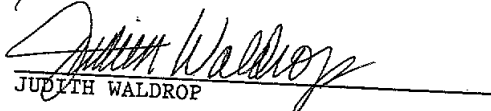
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority vote of the stockholders entitled to vote thereon.

WE, THE UNDERSIGNED, being all of the original subscribers of the capital stock herein mentioned, and for the purpose of becoming a corporation for the transaction of business under the provisions of the laws of Florida, do make, sign, acknowledge and file in the office of the Secretary of State this Certificate of Incorporation.

WITNESS our respective hands and seals this 26th day of July, 2002.


EDWARD DE PAIVA

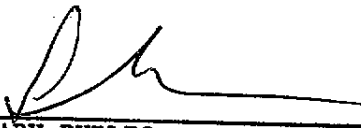

ELIZABETH DE PAIVA


JUDITH WALDROP

STATE OF FLORIDA)
) SS.:
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 26th day
JULY, 2002, by Edward DePaiva, Elizabeth DePaiva and
Judith A. Waldrop
who is personally known to me ~~or who has produced~~ _____
_____, as ~~identification~~ and who
did not take an oath.

My Commission Expires:

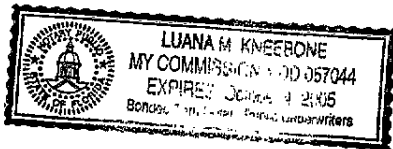


NOTARY PUBLIC

Luana M. Kneebone

PRINT NAME

Serial Number



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

FILED
02 AUG -1 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST -- THAT ALMAR RENTALS and MANAGEMENT SERVICES, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
PORT CHARLOTTE , STATE OF FLORIDA, HAS NAMED
JUDITH A. WALDROP LOCATED AT Unit G7, 1700 Tamiami Tr., Port Charlotte, Fl
AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA. 33948

SIGNATURE

Elizabeth de la Cruz

TITLE

President

DATE

July 26 , 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.

SIGNATURE

Judith A. Waldrop
(RESIDENT AGENT)

DATE

July 26 , 2002