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Division of Corporations

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To:

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Fax Number : (850) 205-0381

From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.  
Account Number : 072720000266  
Phone : (941) 366-4800  
Fax Number : (941) 366-5109

**FLORIDA PROFIT CORPORATION OR P.A.**

**WATERSIDE PRESERVE, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	82 3
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION**  
**OF**  
**WATERSIDE PRESERVE, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Waterside Preserve, Inc.

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

722 Shamrock Boulevard  
Venice, Florida 34293

3. Authorized Shares. The Corporation is authorized to issue a total of 10,000 shares of common stock having a \$1.00 par value per share. Of those 10,000 shares, the Corporation is authorized to issue 370 shares of Class A common stock having a \$1.00 par value per share, 630 shares of Class B common stock having a \$1.00 par value per share, and 9,000 shares of Class C common stock having a \$1.00 par value per share. Except as otherwise provided in these Articles of Incorporation, the rights, privileges, and preferences of the Class A common stock, the Class B common stock, and the Class C common stock of the Corporation shall be identical. All voting rights of common stock shall be vested equally in the shares of Class A and Class B common stock, entitling each share of Class A common stock and Class B common stock to one vote upon any matter upon which the shareholders are entitled to vote, provided that Class A common stock shares shall constitute a separate voting group within the general voting group (consisting of Class A common stock shares and Class B common stock shares) such that votes by Class A common stock shares shall be counted as if all Class A common stock shares, including Class A common stock shares not actually voted, were voted in accordance with the vote of a majority of the votes of Class A common stock shares voting upon a matter. The shares of Class C common stock shall have no voting rights.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

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5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

William M. Seider  
200 South Orange Avenue  
Sarasota, Florida 34236

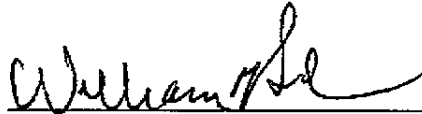
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

6. Incorporator. The name and address of the incorporator of the Corporation is:

William M. Seider  
200 South Orange Avenue  
Sarasota, Florida 34236

7. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 4<sup>th</sup> day of October 2002.



William M. Seider  
Incorporator and Registered Agent

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