

P02000100408

TRANSMITTAL LETTER

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

SUBJECT: Redwin Advisors, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the Filing Fee and a Certificate of Status.

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-10/07/02--01046--027
*****78.75 *****78.75

FROM: Andrew Decker-Moskowitz
GRONER, SCHIEB & WILLIAMS
8433 Enterprise Circle, Suite 200
Bradenton, Florida 34202
(941) 377-3400

FILED
02 OCT - 7 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 10/8

ARTICLES OF INCORPORATION
of
REDWIN ADVISORS, INC.

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ARTICLE I

The name of the corporation is Redwin Advisors, Inc.

ARTICLE II

The street address of the principal office of Redwin Advisors, Inc. is 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202.

ARTICLE III

The maximum number of shares Redwin Advisors, Inc. is authorized to issue is 10,000 (ten thousand), all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Redwin Advisors, Inc.'s registered office is 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202. The initial registered agent at that address is Richard W. Groner.

ARTICLE V

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Kathleen M. Rosenberg	4628 Hidden Forest Lane Sarasota, Florida 34235

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Carol A. Angelotti	228 Seagull Lane Sarasota, Florida 34236

Kathleen M. Rosenberg

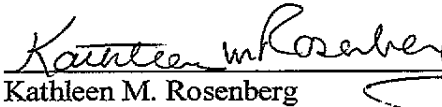
4628 Hidden Forest Lane
Sarasota, Florida 34235

ARTICLE VII

Redwin Advisors, Inc. shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on ~~September~~, 2002.

OCT 1


Kathleen M. Rosenberg

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Redwin Advisors, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).


Richard W. Groner, Esquire

Date:

10/3/02

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02 OCT - 7 PM 2:00
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TALLAHASSEE, FLORIDA