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(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

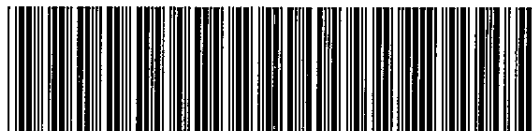
(Business Entity Name)

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SMITH JAN 22 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sea Coast Gardens 2
Management Rental

Signature _____

Requested by: SW

Name _____

Date 1/22

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- ☒ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION

OF

SEA COAST GARDENS 2 MANAGEMENT RENTAL, INC.

03 JAN 22 PM 4:24
DIVISION OF CORPORATIONS

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE

1. NAME. The name of the Corporation is: SEA COAST GARDENS 2 MANAGEMENT RENTAL, INC.

ARTICLE 2. ADDRESS OF PRINCIPAL OFFICE. The address of the principal office and the mailing address of the corporation is 4151 S. Atlantic Avenue, New Smyrna Beach, FL 32169

ARTICLE 3. DURATION. The duration of the Corporation is perpetual.

ARTICLE 4. PURPOSE. The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact rental management business
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 5. CAPITAL STOCK. The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 Per share. Sea Coast Management No. 2, Inc. shall be the initial one (1) shareholder.

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT. The initial Registered Agent is Robert S. Thurlow, Esq., and the street address of the initial Registered Office of the Corporation is 415 Canal Street, New Smyrna Beach, FL 32168.

ARTICLE 7. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Evelyn Blount, Director/President
4151 S. Atlantic Ave., #512
New Smyrna Beach, FL 32169

John Wilson, Director
4151 S. Atlantic Ave., #104
New Smyrna Beach, FL 32169

Donald Campbell, Director
1004 S. Riverside Dr.
New Smyrna Beach, FL 32168

ARTICLE 8. INCORPORATORS. The name and address of each Incorporator is as follows:

Evelyn Blount, Director/President
4151 S. Atlantic Ave., #512
New Smyrna Beach, FL 32169

ARTICLE 9. AMENDMENT. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE 10. PREEMPTIVE RIGHTS. Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the

Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE 11. STOCK TRANSFER RESTRICTIONS. Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of Shares</u>
Sea Coast Management No. 2, Inc.	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

ARTICLE 12. BYLAWS. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

ARTICLE 13. COMMENCEMENT OF CORPORATE EXISTENCE.
In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 21 day of January, 2003.



EVELYN BLOUNT, INCORPORATOR

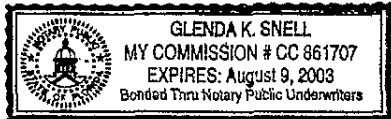
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me personally appeared Evelyn Blount who presented Florida Driver License and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of January, 2003.

My commission expires:

Glenda K. Snell
Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Robert S. Thurlow, Esq., which is contained in the foregoing **Articles of Incorporation**.

DATED this 21st day of January, 2003.

Robert S. Thurlow
Registered Agent
415 Canal Street
New Smyrna Beach, FL 32168
386-424-1530

STATE OF FLORIDA
DIVISION OF CORPORATIONS
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