

P03000103828

(Requestor's Name)

VERSATILE
FINANCIAL, INC.

2368 Heritage Greens Drive Naples, Florida 34119

(City/State/Zip/Phone #)

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PICK-UP

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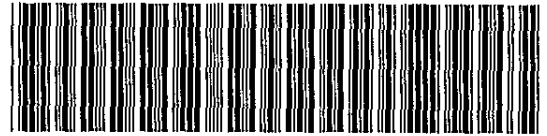
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
03 SEP 19 AM 3:46
STATE
TALLAH. FLORIDA

September 15, 2003

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

Re: A & M DEVELOPMENT OF SOUTHWEST FLORIDA, INC.

Dear Sir or Madam:

Please find enclosed for filing an original and one copy of Articles of Incorporation and Certificate of Designation for the above-referenced corporation.

Please return a certified copy and Certificate of Status to the undersigned at the address listed above. I have included a check in the amount of \$87.50 for the filing fees.

Very truly yours,


Michael D. Surgen

enclosures

MDS/

FILE

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SECRETARY
TALLAHASSEE.

**ARTICLES OF INCORPORATION
OF
A & M DEVELOPMENT OF SOUTHWEST FLORIDA, INC.**

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - Name

The name of the Corporation shall be A & M DEVELOPMENT OF SOUTHWEST FLORIDA, INC.

ARTICLE II - Purpose

The Corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III - Shares

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE IV - Preemptive Rights

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the Corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE V - Indemnification

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was a director or officer of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise.

In addition, the Corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VI - Control Share Act

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§607.0901 through 607.0903) shall not be applicable to this Corporation.

ARTICLE VII - Amendment of Bylaws

The bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VIII - Registered Agent

The registered agent of the Corporation is Michael D. Surgen. The street address of the Corporation's registered office is 2368 Heritage Greens Drive, Naples, Florida 34119.

ARTICLE IX - Principal Office

The principal place of business and mailing address of this Corporation shall be 2368 Heritage Greens Drive, Naples, Florida 34119.

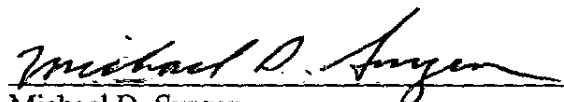
ARTICLE X - Incorporator

The name and address of the incorporator to these Articles of Incorporation is Michael D. Surgen, 2368 Heritage Greens Drive, Naples, Florida 34119.

ARTICLE XI - Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16 day of September, 2003.


Michael D. Surgen

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

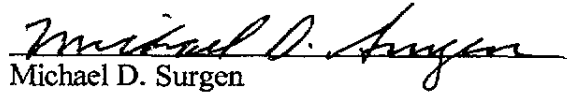
Pursuant to the provisions of §607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is A & M DEVELOPMENT OF SOUTHWEST FLORIDA, INC.
2. The name and address of the registered agent and office are:

Michael D. Surgen
2368 Heritage Greens Drive
Naples, Florida 34119

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated this 16 day of September, 2003.


Michael D. Surgen

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA