

P03000143451

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900024943929

11/24/03 - 01039 - 014 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 NOV 24 AM 7:13

9/4

RICHARD L. SMITH *
F. STEVEN HERB **
OMER CAUSEY **
FREDERICK J. ELBRECHT ***
GARY W. PEAL
MARK C. HANEWICH +
PRESTON DEVILBISS, JR. **+++
J. NEAL MOBLEY
H. JOSEPH CALMBACH ++

+ Also licensed in MA and RI
++ Also licensed in TX
+++ Of Counsel

NELSON HESSE

ATTORNEYS AT LAW

2070 Ringling Boulevard
Sarasota, Florida 34237

Telephone (941) 366-7550
Telefax (941) 955-3708

www.NelsonHesse.com

RICHARD E. NELSON
(1930-2002)

ROBERT L. HESSE
Retired

* Board Certified City, County &
Local Government Law
** Certified Circuit Court Mediator
*** Board Certified Civil Trial Lawyer

November 20, 2003

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 NOV 24 AM 7:13

RE: Articles of Incorporation of Nelson Wilson Properties, Inc.

Dear Sir:

Enclosed please find the following:

1. Original and copy of the Articles of Incorporation of Nelson Wilson Properties, Inc.
2. Two (2) executed copies of the certificate designating place of business for the service of process.
3. Our firm check in the amount of \$78.75, which represents the following:

Filing Fee	\$35.00
Certified copy of Charter	8.75
Registered Agent Fee	35.00

We would appreciate your issuance of the corporate charter and returning a certified copy to us.

Sincerely,



F. STEVEN HERB

FSH/ema
Encls.
(#0559E-05)

ARTICLES OF INCORPORATION
OF
NELSON WILSON PROPERTIES, INC.

The undersigned subscriber to the articles of incorporation, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I.

Name

The name of the corporation is NELSON WILSON PROPERTIES, INC.

ARTICLE II.

Term of Existence

The date when corporate existence shall commence shall be the date of filing of these articles, and the corporation shall have perpetual existence thereafter.

ARTICLE III.

Nature of Business

This corporation is organized to engage in any and all lawful businesses.

ARTICLE IV.

Powers

The corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix

their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish pensions plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V.

Capital Stock

This corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock, which may be fractional shares. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE VI.

Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 104 Degas Drive, Nokomis, FL 34275, and the name and address of its initial registered agent is F. STEVEN HERB, Esquire, whose address is 2070 Ringling Boulevard, Sarasota, FL 34237.

ARTICLE VII.

Directors

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the board of directors, but any amendment to the bylaws which either increases or decreases the number of directors shall be ratified by a majority of the shareholders, provided that the corporation shall always have at least one director. The name and street address of the initial directors of this corporation, who shall serve until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
NELSON WILSON	104 Degas Drive Nokomis, FL 34275

ARTICLE VIII.

Subscriber

The name and street address of the incorporator signing these articles of incorporation is:

NELSON WILSON
104 Degas Drive
Nokomis, FL 34275

ARTICLE IX.

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation; provided, however, that the bylaws may provide that the power to alter, amend, or repeal the bylaws is reserved to the shareholders.

ARTICLE X.

Indemnification

The corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

ARTICLE XI.

Preemptive Rights

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XII.

Amendment

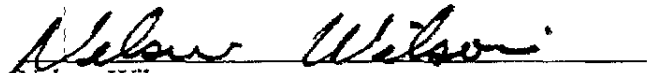
These articles of incorporation may be amended in the manner provided by law.

ARTICLE XIII.

Mailing Address

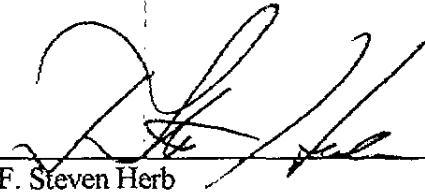
The initial mailing address for the corporation is 104 Degas Drive, Nokomis, FL 34275.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on 11-19-, 2003.


Nelson Wilson

Acceptance of Registered Agent

I hereby agree, as Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.



F. Steven Herb
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 NOV 24 AM 7:13