

P05000016455
Division of Corporations Page 1 of 1

Florida Department of State
Division of Corporations
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Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : LAW OFFICES OF BURTON L. RAIMI, P.A.
Account Number : I20030000018
Phone : (941) 957-0733
Fax Number : (941) 957-0449

05 FEB - 1 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Five Point Enterprises Phase I, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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LAW OFFICES OF BURTON L. RAIMI, P.A.

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February 1, 2005

(BY FACSIMILE ONLY)

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

Subject: Incorporation of Five Point Enterprises Phase I, Inc.

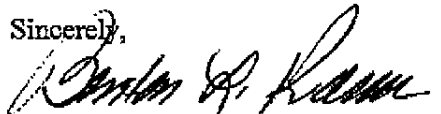
Dear Sir or Madam:

Attached to this letter are an Electronic Filing Cover Sheet and a three page Articles of Incorporation. The name of the new corporation: ***Five Point Enterprises Phase I, Inc.*** is virtually identical to the name of a recently incorporated Limited Liability Company, ***Five Point Enterprises, LLC*** and a stock corporation ***Five Point Enterprises, Inc.***

Both the Limited Liability Company, the existing corporation and the new corporation are owned by the same persons: Dominick Giallombardo and Joshua Marti. This office made both prior filings. For convenience only I have signed the Articles of Incorporation as the incorporator and as the Agent for Service of Process. At the first incorporator's meeting I will turn the corporation over to its two shareholders.

If you have any questions or require any additional information, please do not hesitate to call me.

Sincerely,



Burton L. Raimi

Attachments

cc: Dominick Giallombardo
Joshua Marti

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

FIVE POINT ENTERPRISES PHASE I, INC.

The undersigned adopts these articles to form a corporation under Chapters 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be FIVE POINT ENTERPRISES PHASE I, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of the corporation are:

7350 North Lockwood Ridge Road, Sarasota, Florida 34243

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation with the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

This corporation is formed to engage in the business of purchasing and selling real estate, constructing homes or other buildings and in any and all other business activities permitted under the laws of Florida and the United States of America.

ARTICLE V. POWERS

The powers of the corporation are to:

Have all of the powers stated in the Florida Statutes applicable to corporations;

Change the principal office of the corporation to a location within or outside of the State of Florida and establish, from time to time, other locations, within or outside the State of Florida for corporate operations pursuant to the By-Laws, and without the necessity of amending the Certificate Of Incorporation.

Invest the funds of this corporation in real estate, mortgages, stocks, bonds, commodities or any other type of investment, and own real and personal property.

ARTICLE VI. CONFLICT OF INTEREST

No contract or other transaction between this corporation with any person, firm or other corporation shall be affected by the fact that any director, officer or control shareholder of this corporation is interested in, in any way connected with, or is a director or officer of, such other person firm or corporation.

ARTICLE VII. CAPITAL STOCK

ARTICLE VIII. BOARD OF DIRECTORS

In addition to any powers conferred herein or in the By-Laws, the Board of Directors may, subject to any express limitations contained in these Articles of Incorporation or in the By-Laws, exercise the full extent of powers conferred by the laws of the State of Florida upon corporations or directors thereof and the enumeration and definition of particular powers herein or in the By-Laws shall in no way be deemed to restrict or otherwise limit those lawfully conferred powers. In furtherance and without limitation of the foregoing, the Board of Directors shall have power to make, alter, amend or repeal from time to time the By-Laws of the Corporation and any rights conferred upon the shareholders by the By-laws shall be subject to this reservation.

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ARTICLE X. INDEMNIFICATION

This corporation may indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law, but shall not indemnify such person for losses caused by such person's gross negligence or for any conduct determined by a court of competent jurisdiction to have constituted criminal activity.

ARTICLE XI. REGISTERED OFFICE & AGENT

The address of the initial registered office of this corporation is:

1800 Second Street, Suite 753
Sarasota, Florida 34236

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Burton L. Raimi.

ARTICLE XII. INCORPORATOR

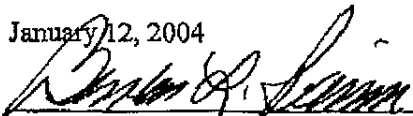
The name and address of the individual who shall serve as this corporation's incorporator is: Burton L. Raimi, 1800 Second Street, Suite 753, Sarasota, Florida 34236.

ARTICLE XIII. AMENDMENT

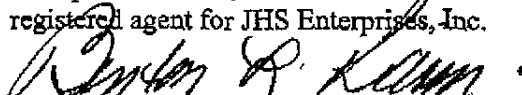
This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation the date indicated opposite his name.

January 12, 2004


Burton L. Raimi - Incorporator

I hereby accept my designation and agree to serve as the registered agent of Five Point Enterprises Phase I, Inc. I am familiar with and accept the duties and responsibilities of registered agent for JHS Enterprises, Inc.


Burton L. Raimi - Registered Agent

Articles Of Incorporation Of Five Point Enterprises Phase I, Inc.