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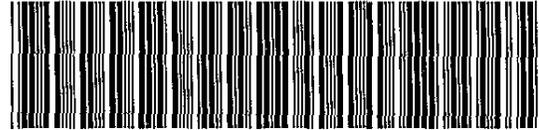
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CAPITAL CONNECTION, INC.

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

Villas of San Marino
Marketing, Inc.

- 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 _____

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Signature _____

Requested by: *SW* 7/28
Name Date Time

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
VILLAS OF SAN MARINO MARKETING, INC.**

The undersigned, desiring to form a corporation under the provisions of Sections 607 et seq., Florida Business Corporation Act, as amended, hereby sets forth the following:

Article I. **Name & Address.** The name and principal office address of this Corporation is Villas of San Marino Marketing, Inc., 4422 N. Church Ave., Suite J, Tampa, Florida 33614.

Article II. **Mailing Address.** The Corporation's mailing address is Villas of San Marino Marketing, Inc., P.O. Box 26563, Tampa, Florida 33623-6563.

Article III. **Duration.** This Corporation shall exist perpetually, commencing as of the date of execution of these Articles.

Article IV. **Purpose.** This Corporation is organized for the purpose of transacting any and all lawful business.

Article V. **Stock.** This Corporation is authorized to issue 1,000,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article VI. **Directors.** The initial Board of Directors of this Corporation shall consist of one member. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is STEPHANIE H. MCNEIL, 4422 N. Church Ave., Suite J, Tampa, Florida 33614.

Article VII. **Registered Agent.** The name of the initial registered agent and the street address of the initial registered office of this Corporation is RICK W. SADORF, ESQ., 2201 NE Coachman Road, Suite 102, Clearwater, Florida 33765

Article VIII. **Incorporator.** The name and address of the person signing these Articles as Incorporator is STEPHANIE H. MCNEIL, 4422 N. Church Ave., Suite J, Tampa, Florida 33614.

Article IX. **Pre-Emptive Right.** Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within thirty (30) days of his receipt of a written notice from this Corporation inviting him to exercise such right.

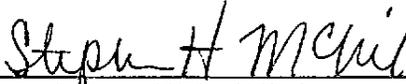
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Article X. **Indemnification.** The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI. The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

Article XII. This 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 15 day of July, 2005.



STEPHANIE H. MCNEIL, Incorporator

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing Articles of Incorporation were acknowledged before me this 15 day of July, 2005, by Stephanie H. McNeil, who produced _____ as proof of identification or who is personally known to me.



Notary Public, State of Florida

My Commission Expires: Apr. 19, 2008



Victoria J. Rivera
Commission #DD311201
Expires: Apr 19, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Articles of Incorporation
Villas of San Marino Marketing, Inc.
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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

DATED this 26th day of July, 2005



RICK W. SADORF, ESQUIRE

"Registered Agent"

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