

11/07/2005 09:28 205000148880

Division of Corporations

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Florida Department of State
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Fax Number : (850) 205-0381

From:

Account Name : SPIEGEL & UTRERA, P.A.
Account Number : FCA000000001
Phone : (305) 854-6000
Fax Number : (305) 857-3700

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FLORIDA PROFIT CORPORATION OR P.A.

NATIONWIDE CATERING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

D. WHITE NOV - 8 2005

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Corporate Filing

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ARTICLES OF INCORPORATION **FILED**
OF
NATIONWIDE CATERING, INC.

2005 NOV -7 A 11:33

TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **NATIONWIDE CATERING, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1441 Brandywine Road, Suite 200H, West Palm Beach, Florida 33409 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
1840 Southwest 22 Street, 4th Floor
Miami, Florida 33145

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Ronald E. Van Tassell
Secretary:	Ronald E. Van Tassell
Treasurer:	Ronald E. Van Tassell

whose addresses shall be the same as the principal office of the Corporation.



SPIEGEL & UTRERA, P.A.
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NATIONWIDE CATERING, INC.
Page 2**ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Ronald E. Van Tassell

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each share having the par value of **ONE CENT (\$.01)**.

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

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05000258297 3

NATIONWIDE CATERING, INC.
Page 3

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.



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ARTICLE 12 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145.

ARTICLE 14 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

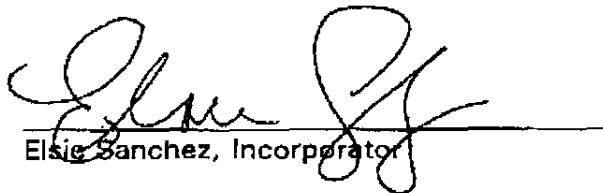
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FILED

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged
and filed the foregoing Articles of Incorporation under the laws of the State of Florida,
this 7th day of November 2005.

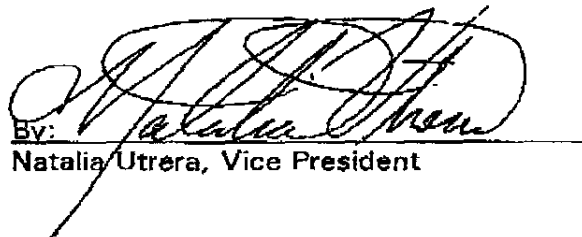
2005 NOV - 1 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Elsie Sanchez, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.


By: Natalia Utrera
Natalia Utrera, Vice President**SPIEGEL & UTRERA, P.A.**

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Phone : (850) 521-1000
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TALLAHASSEE, FLORIDA

2005 NOV -7 A 11:38

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FLORIDA PROFIT CORPORATION OR P.A.

SITE CONTRACTORS OF AMERICA, INC.

D. WHITE NOV - 8 2005

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SITE CONTRACTORS OF AMERICA, INC.

The undersigned incorporator, Richard M. Colbert, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is Site Contractors of America, Inc.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 4 Laguna St., Ste. 201, Ft. Walton Beach, FL 32548.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 4 Laguna Street, Suite 101, Fort Walton Beach, FL 32548, and the name of the initial registered agent of this corporation at that address is Richard M. Colbert.

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2005 NOV -7 A 11: 39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

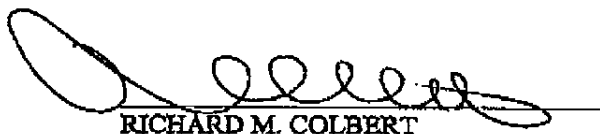
ARTICLE V - INCORPORATOR

The name and address of the person signing these Articles is:

Richard M. Colbert
4 Laguna Street
Suite 101
Fort Walton Beach, FL 32548

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation on the 4th day of November, 2005.

INCORPORATOR:



RICHARD M. COLBERT

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Site Contractors of
America, Inc. Further, I am familiar with and accept the duties and obligations of such designation.



RICHARD M. COLBERT

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Division of Corporations
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From:
Account Name : SPIEGEL & UTRERA, P.A.
Account Number : FCA000000001
Phone : (305) 854-6000
Fax Number : (305) 857-3700

FLORIDA PROFIT CORPORATION OR P.A.

FEEL GOOD MUSIQ, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

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OF

2005 NOV -7 A 11:46

FEEL GOOD MUSIQ, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **FEEL GOOD MUSIQ, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 13656 Devan Lee Drive East, Jacksonville, Florida 32226 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
1840 Southwest 22 Street, 4th Floor
Miami, Florida 33145

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Jamar R. Smith
Secretary:	Jamar R. Smith
Treasurer:	Angela R. Cunningham

whose addresses shall be the same as the principal office of the Corporation.



SPIEGEL & UTRERA, P.A.
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FEEL GOOD MUSIC, INC.
Page 2

ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Jarmar R. Smith

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each share having the par value of **ONE CENT (\$.01)**.

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



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FEEL GOOD MUSIC, INC.
Page 3

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.



SPIEGEL & UTRERA, P.A.
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ARTICLE 12 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145.

ARTICLE 14 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



SPIEGEL & UTRERA, P.A.
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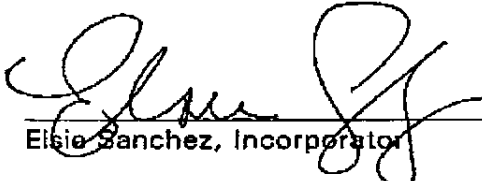
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

FILED

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged
and filed the foregoing Articles of Incorporation under the laws of the State of Florida
this 7th day of November 2005.

2005 NOV - 7 A 11: 46


SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Elsie Sanchez, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered
office of the Corporation name above, and having been designated as the Registered
Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts
the obligations of the position of Registered Agent under the applicable provisions of
the Florida Statutes.

Spiegel & Utrera, P.A.


BY: Natalia Utrera
Natalia Utrera, Vice President



SPIEGEL & UTRERA, P.A.

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Fax Number : (850) 205-0381

From:

Account Name : ROETZEL & ANDRESS
Account Number : I20000000121
Phone : (239) 649-6200
Fax Number : (239) 261-3659

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TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

Pineland Marina Master Association, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	587.50

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**ARTICLES OF INCORPORATION OF
PINELAND MARINA MASTER ASSOCIATION, INC.
A FLORIDA NON-PROFIT CORPORATION**

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617, Florida Statutes, these Articles of Incorporation are created by Steven W. Hubbard, as sole incorporator, for the purposes set forth below.

ARTICLE I

The name of this corporation is Pineland Marina Master Association, Inc. (hereinafter sometimes referred to as the "Corporation" or "Association") and the address of the principal office is 13921 Waterfront Drive, Bokeelia, Florida 33922.

ARTICLE II

The specific primary purposes for which this Corporation is organized are to provide for maintenance, preservation and control of the various units, sub-parcels and common areas within the mixed use development located in Lee County, Florida and known as Pineland Marina, and to promote the health, safety and welfare of the residents within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the Corporation shall have the power to:

(a) Perform all of the duties and obligations of the Association as set forth in a certain Master Declaration of Covenants, Conditions and Restrictions for Pineland Marina (the "Declaration") applicable to the development and to be recorded in the Public Records of Lee County, Florida.

(b) Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the property of the Association.

(c) Acquire (by gift, purchase or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use or otherwise dispose of real and personal property in connection with the affairs of the Association.

(d) Subject to the consent by vote of at least sixty percent (60%) of the voting interests of the Members, borrow money, mortgage, pledge, convey by deed of trust

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or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) Dedicate, sell or transfer all or any part of the common areas to any municipality, public agency, authority or utility for such purposes and subject to such conditions as may be agreed upon by the Members. No such dedication or transfer shall be effective unless at least sixty percent (60%) of the voting interests of the Members consent to such dedication, sale or transfer, except as otherwise provided in the Declaration.

(f) Participate in mergers or consolidations with other non-profit corporations organized for the same purposes or annex additional property or common areas, provided that any merger or consolidation shall have the assent by vote or written instrument of at least sixty percent (60%) of the voting interests of Members, except as otherwise provided in the Declaration.

(g) Contract, sue or be sued with respect to the exercise or non-exercise of its powers and duties to include, without limitation, the maintenance, management, and operation of the association property and common areas.

(h) Adopt, alter, amend, and rescind reasonable rules and regulations governing the use of the common areas and other aspects of the development, which rules and regulations shall be consistent with the rights and duties established by the Declaration.

(i) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

(j) Contract for services necessary or desirable to operate and maintain property (including, but not limited to, tracts and easements) dedicated to the Association and any corresponding infrastructure.

(k) Have and exercise any and all powers, rights and privileges granted to the Association pursuant to the Declaration or applicable law, including without limitation, any and all powers necessary or desirable for the Association to discharge its duties and obligations under the Declaration.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against Members as provided in the Declaration and no part of any net earnings of the Association will inure to the benefit of any Member.

ARTICLE III

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit or Sub-Parcel, including contract vendors, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a Member of the

H05000258323 3

Association. Membership shall be appurtenant to and may not be separated from ownership of a Unit or Sub-Parcel which is subject to assessment by the Association. The Declarant shall also be a member of the Association, as provided in the Declaration.

ARTICLE IV

The period of duration of the Association shall be perpetual.

ARTICLE V

The affairs of the corporation shall be managed by a Board of Directors who shall be elected in the manner as set forth in the Bylaws, a President and Vice President, who shall at all times be members of the Board of Directors, and a Secretary and Treasurer. Except as otherwise provided in the Declaration or the Bylaws, such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the Members. The Developer has the right to appoint the Board of Directors to the extent provided in the Declaration.

ARTICLE VI

The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>
<u>Christopher P. Janson</u>	President
<u>Bart F. O'Toole</u>	Vice President
<u>Julia Wright</u>	Secretary/Treasurer

ARTICLE VII

The number of persons constituting the first Board of Directors of the Association shall be three (3) and thereafter the membership shall consist of not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>Name</u>	<u>Address</u>
<u>Christopher P. Janson</u>	2400 First Street, Suite 200 Fort Myers, FL 33901
<u>Bart F. O'Toole</u>	2400 First Street, Suite 200 Fort Myers, FL 33901
<u>Julia Wright</u>	2400 First Street, Suite 200 Fort Myers, FL 33901

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ARTICLE VIII

The Bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association or at any special meeting duly called for such purpose, on the affirmative vote of at least sixty percent (60%) of the voting interests of Members existing at the time of and present in person or by proxy at such meeting, except as otherwise provided in the Declaration and except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors. The Developer may, however, amend the Bylaws without any vote of members until turnover of control of the Association to its members, unless such an amendment requires a vote of members under the Declaration.

ARTICLE IX

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the voting interests of members existing at the time of such meeting and/or as otherwise provided in the Declaration. The Developer may amend these Articles without a vote of the members until turnover of control of the Association to the members, unless such amendment requires a vote of the members under the Declaration.

ARTICLE X

The members of the Association shall have the voting interests as described in the Declaration. All votes shall be cast as if only one (1) class of Members exists and shall be combined to determine whether, as to any matter voted upon, the appropriate level of votes has been attained to adopt such matter.

ARTICLE XI

On dissolution the assets of the Association shall be conveyed or dedicated to an appropriate public agency for use in carrying out the continued maintenance and operation of the Common Areas and other duties of the Association. If such conveyance and/or dedication is refused acceptance, such assets shall be granted, conveyed and dedicated to a similar non-profit corporation, association, trust or other organization organized and operated to assure the continued maintenance and operation of the Common Areas and other duties of the Association.

ARTICLE XII

The street address of the corporation's initial registered office in the state of Florida is c/o Steven W. Hubbard, Roetzel & Andress, L.P.A., 2320 First Street, Suite 1000, Fort Myers, Florida 33901 and the name of its initial registered agent at such address is R & A Agents, Inc.

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ARTICLE XIII

The effective date of this corporation shall be upon filing these Articles of Incorporation with the Office of the Secretary of State of the State of Florida.

ARTICLE XIV

Each Director and officer of this Association shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself), all to the maximum extent allowed by law and in accordance with Chapters 607 and 617, Florida Statutes.

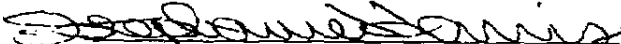
ARTICLE XV

Capitalized terms used herein shall have the same meanings as are given to them in the Declaration, unless the context clearly indicates otherwise. The Declaration contains various provisions concerning the Association which, in any given instance, may vary from these Articles of Incorporation. In all cases, any conflicting provisions of the Declaration control over the provisions of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of November 2005.

Witnesses:

Sole Incorporator:





1st Witness

Steven W. Hubbard

Stephanie Harris

Print Name



2nd Witness

Mary C. Jennings

Print Name

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FILED

STATE OF FLORIDA)
COUNTY OF LEE)

2005 NOV -7 A 11: 53

The foregoing instrument was acknowledged before me this 2 day of Nov, 2005, by Steven W. Hubbard, as sole incorporator of these Articles of Incorporation, personally known to me or produced

(type of ID) as identification.

Print Name:

Notary Public-State of Florida

Serial No.:

My Commission Expires: DD157236
Expires: Nov 14, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

(SEAL)

ACCEPTANCE BY REGISTERED AGENT

I, R & A Agents, Inc., being familiar with the obligations of the position, hereby accept my appointment as registered agent and the obligations thereof for the corporation named above at the office specified in these Articles of Incorporation.

Registered Agent:

R & A Agents, Inc.

By:

Print Name: Steven W. Hubbard

Title: Partner

H05000258323 3

Date: 11/7/05

Time: 11:36 AM

Doc: 05000011338

File: 850050381

Page: 1 of 1

Division of Corporations

Page 1 of 1

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

From:

Account Name : ROETZEL & ANDRESS
Account Number : I20000000121
Phone : (239) 649-6200
Fax Number : (239) 261-3659

FLORIDA NON-PROFIT CORPORATION

Pineland Marina I Condominium Association, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$87.50

D. WHITE NOV - 8 2005

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ARTICLES OF INCORPORATION

2005 NOV -7 A 11: 57

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PINELAND MARINA I CONDOMINIUM ASSOCIATION, INC.

Pursuant to Section 617, Florida Statutes, Steven W. Hubbard as Incorporator creates these Articles of Incorporation for the purposes set forth below.

ARTICLE I

NAME: The name of the corporation, herein called the "Association", is Pineland Marina I Condominium Association, Inc., and its initial principal office and mailing address is 13921 Waterfront Drive, Bokeelia, Florida 33922.

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation Pineland Marina I, a Condominium, located in Lee County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earning of the Association shall be distributed or inure to the private benefit of any member, Director or officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida and of a condominium association under the Florida Condominium Act, except as expressly limited or modified by these Articles, the Declaration of Condominium, and the Bylaws; and it shall have all of the powers and duties reasonable necessary to operate the Condominium pursuant to the condominium documents as they may hereafter be amended, including but not limited to the following:

- (A) To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.
- (B) To protect, maintain, repair, replace and operate the condominium property and association property.
- (C) To purchase insurance for the protection of the Association and its members.
- (D) To repair and reconstruct improvements after casualty, and to make further improvements of the condominium property.

H05000258327 3

- (E) To make, amend and enforce reasonable rules and regulations in the manner set forth in the Bylaws and subject to any limitations in the Declaration of Condominium.
- (F) To approve or disapprove the transfer, leasing and occupancy of units, as provided in the Declaration of Condominium.
- (G) To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws and any Rules and Regulations of the Association.
- (H) To contract for the management and maintenance of the condominium and the condominium property, and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by law or by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association.
- (I) To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.
- (J) To borrow money as necessary to perform its other functions hereunder.
- (K) To grant, modify or move any easement in the manner provided in the Declaration of Condominium
- (L) To own and convey property.
- (M) To assess Unit Owners and enforce assessments.
- (N) To sue and be sued.
- (O) To contract for services necessary to operate and maintain the Property and any easements dedicated to or for the benefit of the Property including any infrastructure.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of the Condominium, these Articles of Incorporation and the Bylaws.

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ARTICLE III

MEMBERSHIP:

- (A) The members of the Association shall be all record owners of a fee simple interest in one or more units in the Condominium, as further provided in the Bylaws.
- (B) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his unit.
- (C) The owners of each Unit, collectively, shall be entitled to a number of votes in Association matters as set forth in the Declaration of Condominium. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV

TERM: The term of the Association shall be perpetual. In the event that the Association is dissolved, the storm water or Surface Water Management System will be dedicated to a similar nonprofit organization or entity to assure continued maintenance and operation.

ARTICLE V

BYLAWS: The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

DIRECTORS AND OFFICERS:

- (A) The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.
- (B) Except for Directors appointed by the Developer (as defined in the Declaration of Condominium), Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
- (C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the

H05000258327 3

Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.

ARTICLE VII

INITIAL DIRECTORS: The initial Directors of the Association shall be:

Christopher P. Janson
Bart F. O'Toole
Julia Wright

ARTICLE VIII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by a written petition to the Board, signed by at least one-fourth (1/4th) of the voting interests of the Association.
- (B) Vote Required. Prior to the turnover of control of the Association by the Developer to unit owners other than the Developer, these Articles may be amended by the Board at a duly noticed Board meeting. Subsequent to turnover, a proposed amendment shall be adopted if it is approved by at least fifty-one percent (51%) of the voting interests who are present and voting, in person or by proxy, at any annual or special meeting called for the purpose. As long as Developer owns a unit, no amendment to these Articles shall be deemed effective which in any way modifies the rights, benefits or privileges granted or reserved to Developer, without Developer's prior written consent, which consent may be denied in Developer's absolute discretion.
- (C) Certificate; Recording. An amendment shall become effective upon filing with the Secretary of State and recording a Certificate of Amendment in the Public Records of Lee County, Florida, with the formalities required by the Condominium Act.

ARTICLE IX

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorney fees, actually and reasonably incurred by or imposed on

H05000258327 3

him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgement or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgement in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

ARTICLE X

INITIAL REGISTERED AGENT

The initial registered office of the Association shall be at:

2320 First Street
Suite 1000
Fort Myers, Florida 33901

The principal office and mailing address of the Association is:

13921 Waterfront Drive
Bokeelia, Florida 33922

The initial registered agent at said address shall be:

R & A Agents, Inc.
Attn: Steven W. Hubbard

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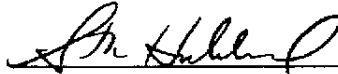
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WHEREFORE, the Incorporator has caused these presents to be executed this _____, 2005.


7 day of November
TALLAHASSEE, FLORIDA

INCORPORATOR:


Steven W. Hubbard

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged this 7 day of November, 2005,
by Steven W. Hubbard, who ☒ is personally known to me or who ☐ has produced _____
(type of ID)
as identification.


Notary Public (SEAL)
My Commission Expires Mary C. Jennings
Commission #DD157236
Expires: Nov 14, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Pineland Marina I Condominium Association, Inc., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

R & A Agents, Inc.

By: 
Steven W. Hubbard

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From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

a + quality collison at the falls, corp.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

D. WHITE NOV -7 2005

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CERTIFICATE OF INCORPORATION

APR 11 2005 -4 P 12:51

ARTICLES OF INCORPORATION FOR

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

A + Quality Collision at The Falls, Corp.

We the undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation privileges, and immunities of a corporation for profit, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

A + Quality Collision at The Falls, Corp.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States of Florida.

ARTICLE III

The corporation is authorized to issue one hundred (100) shares of \$10.00 par value Common Stock, which shall be designated "Common Shares". Shares of Common Stock by both the president and vice-president. Stocks will have no value if not signed by the president and vice-president.

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than one Thousand (\$1000.00) dollars,

*Prepared by: Giovanni Castellanos
Vares Inc.
1688 Coral Way
Miami FL 33145
Tel: 305-285-8868 Fax: 305-285-6886*

H05000257414

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be:

**8780 SW 132 ST
Miami Fl. 33176**

ARTICLE VII

The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Acts of Legislature, shall hold office for the Corporation, are:

**JORGE DIAZ
8780 SW 132 ST
MIAMI, FL. 33176**

President/Vice-President/Secretary

The Board of Directors will be able to utilize all powers granted them by law in order to direct the Corporation as they see fit.

ARTICLE VIII

The names and post office addresses of each shareholder to the Certificate of Incorporation slash incorporator are as follows:

**SLASH-INCORPORATE
SHAREHOLDERS**

% OF SHARES

**JORGE DIAZ
8780 SW 132 ST
MIAMI, FL. 33176**

100%

ARTICLE IX

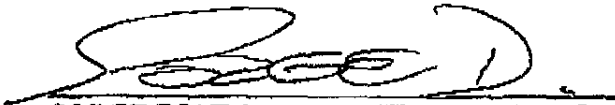
The corporation shall have the right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to The inspection of the stockholders, and no stockholders shall have any right of inspections of any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors. The Corporation, in it's By-laws confers power upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

The corporation reserves the rights to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a corporation for profit to do business

Both within and without the State of Florida, do hereby declaring and certifying that the facts herein stated are true, and so respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this 1st day of November of the year 2005.

A handwritten signature in black ink, appearing to read "Jorge Diaz", written over a horizontal line.

JORGE DIAZ, President, Vice-President, Secretary

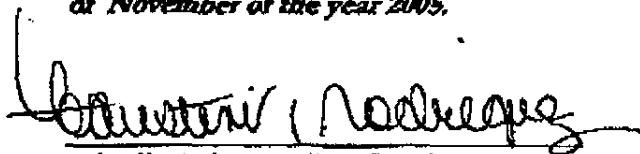
STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgments, personally appeared

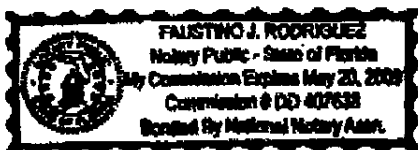
JORGE DIAZ

Who, after being duly sworn by me, depose and say that he signed the above and foregoing Certificate of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal, at Miami, Dade County, Florida, this 1ST day of November of the year 2005.



FAUSTINO J. RODRIGUEZ
*Notary Public,
State of Florida at Large*



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2005 NOV -4 P 12: 51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACKNOWLEDGMENT
OF REGISTERED AGENT
FOR SERVICE AND PROCESS WITHIN THE
STATE OF FLORIDA**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

That: A + Quality Collision at The Falls, Corp.

***Is qualified to do business under the laws of the State of Florida, with its
REGISTERED OFFICE at:***

**1688 CORAL WAY
MIAMI, FL. 33145**

***And has appointed: JORGE DIAZ
As it's agent to accept services of process within the State.***

ACKNOWLEDGMENT

***Having been named as Registered Agent to accept service of process for the above stated
Corporation at the place designated in the Certificate. I hereby accept to act in this
capacity and agree to comply with the provisions of said Act relative to keeping office
said office.***


JORGE DIAZ, Registered Agent

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P05000148266

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To:

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Fax Number : (850) 205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.

Greyhe Sadler Design Group, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

D. WHITE NOV - 7 2005

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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2005 NOV -4 P 12: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 4, 2005

BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

SUBJECT: GREYHE SADLER DESIGN GROUP, INC.
REF: W05000049784

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please correct the cited Title XXXV in the first paragraph of the document. Title XXXVI is the Florida Statute that pertains to Business Organizations 607.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Document Specialist
NEW FILINGSFAX Aud. #: H05000255823
Letter Number: 905A00066176

ARTICLES OF INCORPORATION

OF

H05000255823

*Greyhe Sadler Design Group, Inc.***FILED**

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXVI, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

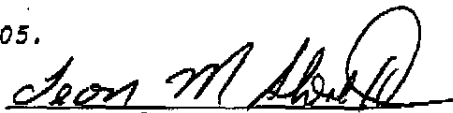
1. The name of the corporation is: *Greyhe Sadler Design Group, Inc.*
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is to include interior design, the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 10,000 common shares at \$1.00 par value and of one class.
5. The principal address and mailing address of the corporation will be: *306 Parkside Lane, Safety Harbor, Florida 34695.*
6. The address of the initial registered office will be *306 Parkside Lane, Safety Harbor, Florida 34695*, and the name of its registered agent at such address is: *Richard Steiger.*
7. The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as director thereof is as follows:

Richard Steiger
306 Parkside Lane
Safety Harbor, Florida 34695

8. The name and address of the sole incorporator is:
Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this 2ndth day of November, 2005.


Jean M. Sherett
Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212) 431-5000

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FILED

ACCEPTANCE OF APPOINTMENT

2005 NOV -4 P 12: 56

AS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of Greyhe Sadler Design Group, Inc., the within named corporation.

Dated: November 2nd, 2005


By: Richard Steiger

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212)431-5000

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

blue condominium 802, inc.

D. WHITE NOV - 7.2005

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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2005 NOV - 4 P 1:05

ALACHUA, FLORIDA

11/4/2005 12:50 PM

NOV-04-2005 13:09

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(4)

**ARTICLES OF INCORPORATION
OF
BLUE CONDOMINIUM #02, INC.**

2005 NOV -4 P 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

BLUE CONDOMINIUM #02, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office is located at 520 West Avenue #901 Miami Beach FL 33139.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 999 Brickell Avenue Suite 500 Miami, Florida 33131, and the initial registered agent of the Corporation at that address shall be Monica Slodarz.

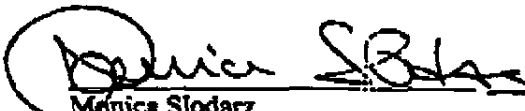
H05000257409

ARTICLE V
INCORPORATOR

The name and street address of the persons signing these Articles of Incorporation is:

Monica Slodarz
999 Brickell Avenue #500
Miami, Florida 33131

IN WITNESS WHEREOF, we have herunto subscribed our hands and seals this 2
day of November 2005.


Monica Slodarz
Incorporator

ARTICLE VI
OFFICERS

The affairs of the Corporation shall be managed by Officers of the Corporation, consisting of a President and such other Officers as shall be hereafter provided for in the By-Laws of the Corporation. The initial President, and Director of the Corporation is Jose Antonio Beltran, whose address is 520 West Avenue Suite 901, Miami, Florida 33139. The Officers of the Corporation shall be elected each year by vote of the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

TOTAL P.04

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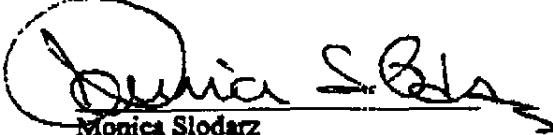
ARTICLE VII

BOARD OF DIRECTORS

2005 NOV -4 P 1:05

The Board of Directors shall be elected by in a manner as provided for in the By-Laws of the Corporation, Laws of the Corporation, BY-LAWS OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, named as registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


Monica Slodarz
Registered Agent

H05000257409

P05000148291

Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : HUBCO
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FLORIDA PROFIT CORPORATION OR P.A.

Bison International, Inc.

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

WHITE NOV - 7. 2005

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 4, 2005

HURCO

SUBJECT: BISON INTERNATIONAL, INC.
REF: W05000049872

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Suzanne Hawkes
Document Specialist
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H05000256459

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2005 NOV -4 P 1:10

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Bison International, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Bison International, Inc.

**7521 W. Palmetto Park Road
Boca Raton, FL 33433**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares at \$001 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**David Farr
7521 W. Palmetto Park Road
Boca Raton, FL 33433**

Prepared By:

Bruce B. Hubbard

77 East John St.

Hicksville, New York 11801

1-516-935-3940

H05000256459

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

David Farr - 7521 W. Palmetto Park Road, Boca Raton, FL 33433 - President/Director
German Espitia - 7521 W. Palmetto Park Road, Boca Raton, FL 33433 - Vice President/Director
Sravan Vellioki - 7521 W. Palmetto Park Road, Boca Raton, FL 33433 - Treasurer/Director
Dick Kagel - 7521 W. Palmetto Park Road, Boca Raton, FL 33433 - Secretary/Director

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

David Farr
7521 W. Palmetto Park Road
Boca Raton, FL 33433

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of November 2005.


David Farr - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

NOV 10 1:10 PM '05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is: **Bison International, Inc.**

2. The name and address of the registered agent and office is:

David Farr

Name

7521 W. Palmetto Park Road

(P.O. Box or Mail Drop Box NOT Acceptable)

Boca Raton, FL 33433

(City / State / Zip)

Having been named 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


David Farr
SIGNATURE

November 2, 2005

(Date)

P05000148305

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Division of Corporations
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

2005 NOV -4 P 1:24
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BOXMART INC.

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

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2005 NOV -4 P 1:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

BoxMart INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BoxMart INC.

The principal place of business of this corporation shall be:

**5557 PACIFIC BLVD. #3906
BOCA RATON FL 33433**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is 1000 Shares of one dollar (\$1.00) par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958. All of said Stock shall be payable in cash or property other than stock or securities in lieu of cash at a just valuation to be determined by the Board of Directors.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

WILLIAM LORD
5557 PACIFIC BLVD. #3906
BOCA RATON FL 33433

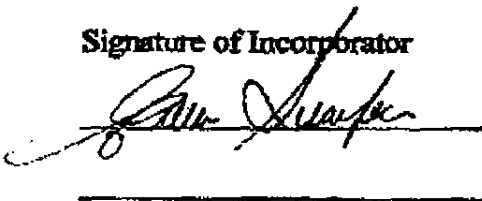
ARTICLE VI INCORPORATOR

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

GILLIAN LORD BREAKSPEARE, CPA LLC
10913 NW 30 STREET #100
MIAMI FL 33172-5029

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 4 day of NOVEMBER, 2005.

Signature of Incorporator



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

2005 NOV -4 P 1:24
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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:

BoxMart INC.

2. The name and address of the registered agent and office is:

WILLIAM LORD
5557 PACIFIC BLVD. #3906

BOCA RATON FL 33433

CITY/STATE/ZIP)

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE William J Lord
DATE 11/03/05