

P30008404

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION
AMERISTAR DEVELOPMENT CORPORATION**

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**ARTICLES OF INCORPORATION
OF
AMERISTAR DEVELOPMENT CORPORATION**

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation shall be AMERISTAR DEVELOPMENT CORPORATION. The initial principal business address of the corporation is 12244 Treeline Avenue, Unit 6, Fort Myers, Florida 33913-8503.

**ARTICLE 2
DURATION**

The corporation shall commence on October 28, 2013 and shall have perpetual existence thereafter.

**ARTICLE 3
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have the authority to issue shall be one million ten thousand (1,010,000) shares, each having a par value of One Dollar (\$1.00); ten thousand (10,000) shares shall be designated as common stock and one million (1,000,000) shares shall be designated as preferred stock.

**ARTICLE 5
INITIAL REGISTERED AGENT & OFFICE**

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, are as follows:

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<u>NAME</u>	<u>ADDRESS</u>
HF Registered Agents, LLC	1715 Monroe Street Fort Myers, FL 33901

**ARTICLE 6
DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have one Director Initially, and the name and address of the initial Director are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gary B. Medwid	12244 Treeline Avenue Fort Myers, FL 33913-8503

**ARTICLE 7
BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended, or repealed by the shareholders of the corporation may not be repealed, altered, amended, or readopted by the Board of Directors if the shareholders so provide.

**ARTICLE 8
SHAREHOLDERS' AGREEMENT**

In the event a Shareholders' Agreement exists and there are any inconsistencies in terms between these Articles of Incorporation and the Shareholders' Agreement, the terms of the Shareholders' Agreement will control.

**ARTICLE 9
INCORPORATOR**

The name and the address of the person signing these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Gary B. Medwid	12244 Treeline Avenue, Unit 6 Fort Myers, FL 33913-8503

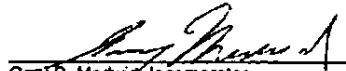
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These Articles of Incorporation have been executed this 28th day of October, 2013.


Garry B. Medwid, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

HF REGISTERED AGENTS, LLC.
Registered Agent

By: 
Erin E. Houck-Toll, Vice President

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