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(Requestor's Name)

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(City/State/Zip/Phone #)

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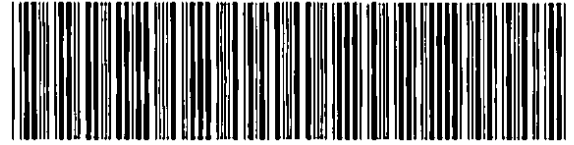
(Business Entity Name)

(Document Number)

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115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: I20000000088

Date: 02/20/2019

Name: Jennifer Bialowas

Reference #: 1049182

Entity Name: SEACOAST REAL ESTATE INVESTMENT TRUST, INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

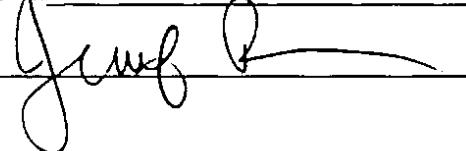
☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other Certified copy of evidence upon filing

Authorized Amount: 78.75

Signature: 

• CORPORATE HQ
COGENCY GLOBAL INC
10 E 40TH ST, 10TH FL
NY, NY 10016
D: +1.212.947.7200
P: 800.221.0102
F: 800.944.6607

• EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
REGISTRY #321072
6 LLOYDS AVE, UNIT 4CL
LONDON EC3N 3AX
+44 (0)20.3961.3080

• ASIA PACIFIC HQ
COGENCY GLOBAL (HK) LIMITED
A HONG KONG LIMITED COMPANY
UNIT B, 1/F, LIPPO LEIGHTON TOWER
103 LEIGHTON RD, CAUSEWAY BAY
HONG KONG
P: +852.2682.9633
F: +852.2682.9790

ARTICLES OF INCORPORATION
OF
SEACOAST REAL ESTATE INVESTMENT TRUST, INC.

ARTICLE 1
NAME

The name of the corporation is Seacoast Real Estate Investment Trust, Inc. (the "Corporation").

ARTICLE 2
PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 815 Colorado Avenue, Stuart, Florida 34994.

ARTICLE 3
AUTHORIZED SHARES

The Corporation shall have authority, to be exercised by the Board of Directors, to issue no more than 1,125 shares of capital stock, consisting of 1,000 shares of common stock, with a par value of \$0.01 per share ("Common Stock"), and 125 shares of preferred stock, with a par value of \$0.01 per share ("Preferred Stock"). The holders of Common Stock shall have unlimited voting rights and shall, except to the extent expressly provided otherwise in these Articles of Incorporation, be entitled to receive the net assets of the Corporation upon dissolution. Except as expressly provided otherwise in these Articles of Incorporation, the Preferred Stock shall be non-voting. The Board of Directors may classify any unissued shares of Preferred Stock and reclassify any previously classified but unissued shares of Preferred Stock of any series from time to time, into one or more classes or series of stock.

ARTICLE 4
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 815 Colorado Avenue, Stuart, Florida 34994, and the name of the initial registered agent of the Corporation at the registered office is Dennis S. Hudson, III.

ARTICLE 5
INCORPORATOR

The name and address of the incorporator is Branson Lee, Alston & Bird LLP, 1201 West Peachtree Street, Atlanta, Georgia 30309-3424.

ARTICLE 6
BOARD OF DIRECTORS

The initial Board of Directors shall consist of five members whose names and addresses are:

Dennis S. Hudson, III
Charles M. Shaffer
Charles K. Cross, Jr.
Michael Sonego
Tracey Dexter

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Each at:
815 COLORADO AVENUE
STUART, FLORIDA 34994

The Board of Directors may authorize the issuance from time to time of shares of stock of the Corporation of any class or series, whether now or hereafter authorized, or securities or rights convertible into shares of its stock of any class or series, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable (or without consideration in the case of a stock split or stock dividend), subject to such restrictions or limitations, if any, as may be set forth in these Articles of Incorporation or the Corporation's Bylaws.

ARTICLE 7 LIMITATION OF DIRECTOR LIABILITY

The liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act. If the Florida Business Corporation Act is amended to further eliminate or limit the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

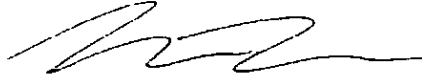
ARTICLE 7 REIT QUALIFICATION

If the Corporation elects to qualify for U.S. federal income tax treatment as a real estate investment trust ("REIT") under Sections 856 through 860 of the Internal Revenue Code of 1986, as amended ("Code"), the Board of Directors shall use its reasonable best efforts to take such actions as are necessary or appropriate to preserve the qualification of the Corporation as a REIT; however, if the Board of Directors determines that it is no longer in the best interests of the Corporation to attempt to, or continue to, qualify as a REIT, the Board of directors may, without any action by the stockholders, authorize the Corporation to revoke or otherwise terminate the Corporation's REIT election pursuant to Section 856(g) of the Code.

[Signature on following page]

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 20 day of February, 2019.



Branson Lee
Incorporator

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SECRETARY OF STATE

MS

ACCEPTANCE OF INITIAL REGISTERED AGENT

Having been named as the initial registered agent to accept service of process for Seacoast Real Estate Investment Trust, Inc. at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

Dennis S. Hudson, III

Date: February 19, 2019

By: 

Name: Dennis S. Hudson, III

Title: Chairman of the Board and Chief
Executive Officer

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