

P95000011276

LAW OFFICES
WEITZNER & Co., P.A.

(EST. 1980)
SUITE 244 - FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET
MIAMI, FLORIDA 33144

ARTHUR S. WEITZNER
ATTORNEY AT LAW
TRUSTEE IN BANKRUPTCY

JANET ADLER
CERTIFIED LEGAL ASSISTANT

STEPHEN A. KRESS, P.A.
OF COUNSEL

DARRELL V. JOHNSON
OF COUNSEL

TELEPHONE
(305) 554-0033
FAX
(305) 554-9104

February 1, 1995

300001396313
-02/02/95--01114--001
*****78.75 *****78.75

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FEDERAL EXPRESS

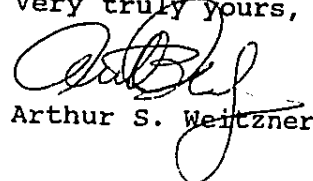
RE: **CONSUL HOMES, INC.**

Enclosed is the signed original and one signed copy of the Articles of Incorporation of the above corporation. We are also enclosing a check in the amount of \$78.75 for the filing and certificate under seal.

This filing relates to reservation no. R95000000113 dated January 10, 1995.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,


Arthur S. Weitzner

ASW:eh

encls.

coll/article.l
coll/sec.l

R95-113
6-24-95
PHS reviewed scan
as on file
WAS 2/22/95
P95-11276

FILED
1995 FEB -9 PM 4:07
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1995

ARTHUR S. WEITZNER
WEITZNER & CO., P.A.
8370 W. FLAGLER ST.
MIAMI, FL 33144

SUBJECT: CONSUL HOMES, INC.
Ref. Number: W95000002733

We have received your document for CONSUL HOMES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The name of the registered agent is not the same as the listing on file with the Secretary of State's office (see attached printout).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 495A00005107

LAW OFFICES
WEITZNER & Co., P.A.

(EST. 1980)
SUITE 244 - FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET
MIAMI, FLORIDA 33144

ARTHUR S. WEITZNER
ATTORNEY AT LAW
TRUSTEE IN BANKRUPTCY

JANET ADLER
CERTIFIED LEGAL ASSISTANT

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OF COUNSEL

DARRELL V. JOHNSON
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(305) 554-0033
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(305) 554-9104

February 8, 1995

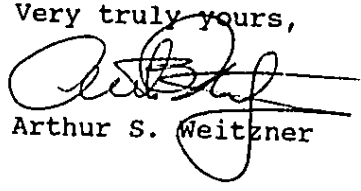
Secretary of State
Division of Corporations
ATTN: BRENDALYN BRUTON
409 E. Gaines St.
Tallahassee, FL 32399

FEDERAL EXPRESS

RE: CONSUL HOMES, INC.

Enclosed are the revised Articles of Incorporation. *(Orig & photocopy)* Could you
kindly confirm receipt and acceptance of these papers as soon as
possible because an important closing is pending.

Very truly yours,


Arthur S. Weitzner

ASW:eh

encls.

coll/article.1
coll/sec.1

ARTICLES OF INCORPORATION
OF

CONSUL HOMES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the corporation is: CONSUL HOMES, INC. whose principal place of business is 8954 Phyliss Ave., Sarasota, FL 34231.

Article 2. Duration. The duration of the corporation is perpetual.

Article 3. Purpose. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

C. To purchase and develop real estate and to design and construct homes and other buildings.

Article 4. Capital Stock. The aggregate number of shares which the corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered office of the corporation is 8370 W. Flagler St., #244, Miami, FL 33144, and the name of its initial Registered Agent at that address is Weizner & Company, a Professional Association.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

A. Mounir Consul, 8954 Phyliss Ave., Sarasota, FL 34231

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TALLAHASSEE
FLORIDA

B. Arthur S. Weitzner, 8370 W. Flagler St., #244, Miami, FL 33144.

Article 7. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 8. Incorporators. The name and address of each Incorporator is as follows:

Mounir Consul, 8954 Phylliss Ave., Sarasota, FL 34231.

Article 9. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 3rd day of February, 1995.

[Signature]

[Signature]
Arthur S. Weitzner

STATE OF FLORIDA)

COUNTY OF SARASOTA)

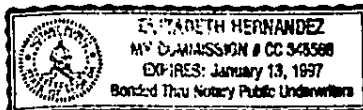
Before me personally appeared Arthur S. Weitzner, well known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 3rd day of February, 1995.

My commission expires:

[Signature]
NOTARY PUBLIC, State of Florida
CURAZOETH HERNANDEZ

consul/articles



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Consul Homes, Inc. which is contained in the foregoing Articles of Incorporation.

Dated this 8th day of February, 1995.

COMPANY
WEITZNER & CO., a Professional Association
Registered Agent

By: _____

Arthur S. Weitzner
Authorized Agent

consul/article1

FILED
1995 FEB -9 PM 4:07
SEAL
TALLAHASSEE, FLORIDA

LAW OFFICES
WEITZNER & CO., P.A.
2071 MAIN STREET
NARAHOTA, FLORIDA 34237

ARTHUR S. WEITZNER
ATTORNEY AT LAW

TELEPHONE
(941) 953-2656
FAX
(941) 364-9527

P950000/1276

May 20, 1996

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

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*****40.00 *****40.00

RE: CONSUL HOMES, INC. - NUMBER P95000011276

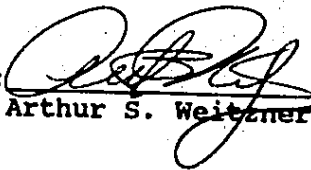
Gentlemen:

The undersigned attorneys represent Consul Homes, Inc. We are enclosing herewith an original and two copies of the articles of amendment of Consul Homes, Inc. Pursuant to this amendment, the corporate name has been changed to "Osprey Homes, Inc."

We are also enclosing our trust account check in the amount of \$40.00 to cover the filing cost and the cost of a certificate under seal in recordable form evidencing the name change.

Could you kindly confirm you have effected the corporate name change and forward the appropriate certificate under seal.

Very truly yours,
WEITZNER & CO., P.A.

BY: 
Arthur S. Weitzner, Esq.

Enclosure
AW:dm
consul\letters\namechg

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 AM 10:37
3 1996

ARTICLES OF AMENDMENT OF CONSUL HOMES, INC.

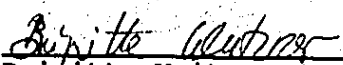
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 AM 10:37

For the purpose of amending the Articles of Incorporation, under the Florida General Corporation Act, Consul Homes, Inc., does hereby adopt the following articles of amendment:

1. NAME: The name of the corporation is changed to Osprey Homes, Inc., and its principal place of business is 2071 Main Street, Sarasota, FL 34237.
2. The foregoing amendment was adopted at a special meeting of shareholders held on Monday, May 20, 1996. The foregoing amendment was unanimously approved by the shareholders.

In witness whereof, the undersigned shareholders have executed these articles of amendment the 20th day of May, 1996.


Arthur S. Weitzner/Shareholder
President

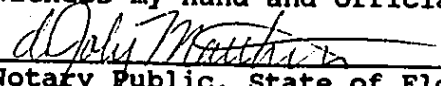

Brigitte Weitzner/Shareholder

STATE OF FLORIDA }

COUNTY OF SARASOTA }

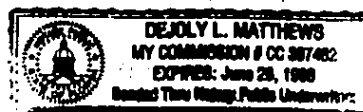
The foregoing instrument was acknowledged before me this 20th day of May, 1996, by ARTHUR S. WEITZNER, and BRIGITTE WEITZNER, who are personally known to me and did not take an oath.

Witness my hand and official seal this 20th day of May, 1996.


Notary Public, State of Florida

My commission expires:

SEAL



P9500001127

LAW OFFICES
WEITZNER & CO., PA.
2071 MAIN STREET
SARASOTA, FLORIDA 34237

ARTHUR S. WEITZNER
ATTORNEY AT LAW

TELEPHONE
(941) 953-2656
FAX
(941) 364-9527

June 7, 1996

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

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-06/18/96--01125--004
*****3.75 *****3.75

RE: CONSUL HOMES, INC. - NUMBER P95000011276

Gentlemen:

Pursuant to yours of June 4, 1996, enclosed is check in the amount of \$3.75. Also enclosed is mine of May 20, 1996, and file stamped copies of Articles of Amendment.

Please issue and forward the certificate under seal as requested by mine of May 20, 1996.

Very truly yours,


Arthur S. Weitzner, Esq.

Enclosure

AW:dm
consul\letters\fldpst.cer

*Additional for
money
Cw previously
\$40 paid*

JUN 11 1996