

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000014038

CSC networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 544969 5312A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : February 17, 1995

ORDER TIME : 10:13 AM

ORDER NO. : 544969

600001409056

CUSTOMER NO: 5312A

CUSTOMER: Kit Russell, Legal Assistant
ANNIS MITCHELL COCKEY
EDWARDS & ROEHN, P.A.
201 North Franklin
Suite 2100
Tampa, FL 33602

DOMESTIC FILING

NAME:

An Der Lan Properties,
~~GATEWAY OF FLORIDA, INC.~~

6295-3750
22250, 503, 671
P95000014038
XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 FEB 17 AM 10:43
RECEIVED
95 FEB 17 AM 10:39
SECRET
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

2-17-95
02/A



95 FEB 21 1995
FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 17, 1995 --

Use File date

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: GATEWAY OF FLORIDA, INC.
Ref. Number: W95000003750

Resubmit

2-17-95

We have received your document for GATEWAY OF FLORIDA, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 795A00007334

ARTICLES OF INCORPORATION
OF
AN DER LAN PROPERTIES, INC.

FILED
95 FEB 17 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation is: An Der Lan Properties, Inc. The mailing and street address of the Corporation are: 201 North Franklin Street, Suite 2100, Tampa, Florida 33602.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and

secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its

stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

This Corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 201 North Franklin Street, Suite 2100, Tampa, Florida 33602, and the name of its initial registered agent at such address is Stephen L. Kussner.

ARTICLE VII

Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time

to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation are:

<u>Name</u>	<u>Address</u>
Wolfgang an der Lan	c/o Annis, Mitchell, Cockey, Edwards & Roehn, P.A. 201 North Franklin Street Suite 2100 Tampa, Florida 33602

ARTICLE VIII

Incorporator

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

<u>Name</u>	<u>Address</u>
Stephen L. Kussner	201 North Franklin Street Suite 2100 Tampa, Florida 33602

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation, this 11th day of February, 1995.



STEPHEN L. KUSSNER

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, 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.


STEPHEN L. KUSSNER

Dated: February 16, 1995

5162-002-0257982

FILED
95 FEB 17 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

79500014038



ACCOUNT NO. : 072100000032

REFERENCE : 563395 5312A

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE : March 21, 1995

ORDER TIME : 9:40 AM

ORDER NO. : 563395

CUSTOMER NO: 5312A

CUSTOMER: Kit Russell, Legal Assistant
Annis Mitchell Cockey
201 North Franklin
Suite 2100
Tampa, FL 33602

1000000404591

FILED
95 MAR 21 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: AN DER LAN PROPERTIES, INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

NC
ORC
372



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1995

CSC NETWORKS
DANNY
TALLAHASSEE, FL

SUBJECT: AN DER LAN PROPERTIES, INC.
Ref. Number: P95000014038

File date needed.

Resubmit 3/22/95

We have received your document for AN DER LAN PROPERTIES, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

✓ If the amendment was adopted by the directors without shareholder approval, then a director must sign.

The name of the person signing must be typed or printed beneath the signature.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 195A00012629

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
AN DER LAN PROPERTIES, INC.

FILED
35 MAR 21 AM 10:42
SECRET
TALLAHASSEE, FLORIDA

AN DER LAN PROPERTIES, INC., a Florida corporation, organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to written action of the sole Director of the Corporation, the amendment was adopted by the directors without shareholder action and shareholder action was not required. In lieu of a special meeting, the following resolutions were adopted on March 17, 1995, amending the

Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be SUNSHINE PROPERTIES OF SOUTHWEST FLORIDA, INC.

WHEREUPON, at Innsbruck, Austria, this 17th day of March, 1995, the Corporation hereby certifies accordingly, so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

AN DER LAN PROPERTIES, INC.

By: [Signature]
President/Director

ANNIS, MITCHELL, COCKEY, EDWARDS & ROEHM

PROFESSIONAL ASSOCIATION

SUITE 210
ONE EMERALD CENTER
P.O. BOX 3400
TAMPA, FLORIDA 33601

TELEPHONE: (813) 229-3321
FACSIMILE: (813) 223-9067

AVAILABLE FOR CONSULTATION
KÄRTEL, VOLLMER & PARTNER

KURFÜRSTENDAMM 36

D-10719 BERLIN

GERMANY

C: 1-40-30-885-7710

FAX: 011-49-30-881-1308

MICHAEL J. COOK
ERIN L. TOW
J. STONER CO. JR.
J. L. CO. JR.
P. CO. JR.
ROBERT M. DAISLEY
KIM D. DAVIS
KENNETH A. DIAMOND
GREGORY W. DWOZANOWSKI
JOSEPH D. EDWARDS
W. KEITH FENDRICK
DAVID A. GOLDSTEIN
D. LOCKWOOD GRAY
CHRISTOPHER L. GRIFFIN
C. DAVID HARPER
MARK S. HOWARD
MICHELE R. HUDSICK
BARBARA HARDY HUNT
LAWRENCE P. INGRAM
DAVID S. JOHNSON
GARY W. JOHNSON

ELIZABETH V. KELLEY
STEPHEN L. KUBNER
DAVID L. LAPIDES
THOMAS M. LITTLE
ANDREW R. MCCUMBER
ROBERT D. MCLEAN
MARION PORTER MATHIASON
STEPHEN J. MITCHELL
SEAN P. MURPHY
LEE E. NELSON
CLAUDIUS H. PRITCHARD, II
JOHN H. RAINS, III
BENJAMIN P. REESE, II
FRED S. RIDLEY
ROBERT L. ROCKE
THOMAS J. ROEHM
JOSEPH W.N. RUGG
STEVEN M. SAMANA
OLIN G. SHIVERS
DEBRA K. SMITANSKI
STEPHEN J. SZABO, III
RANDOLPH J. WOLFE

FREDERICK B. KARL
OF COUNSEL

December 17, 1996

CERTIFIED MAIL # 184 320 722
RETURN RECEIPT REQUESTED

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

700002039017--8
-12/27/96--01042--011
*****87.50 *****87.50

Re: Sunshine Properties of Southwest Florida, Inc.
Our File No. 5162-002

Dear Madam or Sir:

Enclosed are an original and one copy of the Resignation of Registered Agent for the above-captioned corporation, as well as our firm's check in the amount of \$87.50 to cover the filing fees. Please file the document and place your "Filed" stamp on the enclosed copy. Please forward evidence of the filing to us in the envelope enclosed for that purpose.

If you have any questions, please let me know. Thank you for your assistance.

Sincerely,

Katherine Russell
Katherine Russell
Legal Assistant

Enclosures

cc: Dr. Wolfgang An der Lan
Stephen J. Mitchell, Esq.
5162-002-0383537.01

SECRETARY
TALLAHASSEE

25 DEC 27 1996

APPROVED
AND
FILED

W
P95000014038
RA REP
12-27-96

Florida Department of State
Sandra B. Mortham, Secretary of State

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Chapter 607.0502(2) or 607.1509, Florida Statutes, the undersigned, **STEPHEN L. KUSSNER**, Registered Agent, hereby resigns as Registered Agent for **SUNSHINE PROPERTIES OF SOUTHWEST FLORIDA, INC.**

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement was filed.


Stephen L. Kussner

5162-002-0383423.01

Filing Fee:

\$87.50 Active Corporation

\$35.00 Inactive Corporation

(12/92)

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

P95000014038

I. P. M.
Requestor's Name
1801 Estero Blvd, #E
Address
Ft. Myers Beach, FL 33431
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #) 300002072723--3
-01/29/97--01070--010
2. _____ (Corporation Name) (Document #) *****35.00 *****35.00
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 JAN 29 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ST 2/3

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH, FOR CORPORATIONS**

Pursuant to the provisions of Section 607.0502 and 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida:

1. a. The name of the corporation is: SUNSHINE PROPERTIES OF SOUTHWEST FLORIDA, INC.
b. The mailing address of the corporation is: P.O. Box 3433, Tampa, Florida 33601.
c. Incorporation Date: February 17, 1995 Document number: P95000014038
2. The name and address of the current registered agent and office are:
Stephen L. Kussner
201 N. Franklin Street, Suite 2100
Tampa, Florida 33602
3. The name and address of the new registered agent and office are:
(P.O. BOX NOT ACCEPTABLE)

Louis X. Amato
350 5th Avenue South, Suite 200
Naples, Florida 33940-6524

The street address of its registered agent and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its Board of Directors or by an officer so authorized by the Board of Directors.

SIGNATURE

Name: Brian Podlasek, President

Date: 9/19/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, 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 STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Louis X. Amato,
Registered Agent

Date: 9/19/96

FILING FEE: \$35.00

5162-002-0364768.01

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

FILED
97 JAN 29 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA