

600 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0000000032

REFERENCE : 661274 4253F

AUTHORIZATION :

COST LIMIT : 0 PPD

ORDER DATE : August 17, 1995

ORDER TIME : 10:57 AM

ORDER NO. : 661274

CUSTOMER NO: 4253F

CUSTOMER: Mr. Bethel J. Nagy
PORTER WRIGHT MORRIS & ARTHUR

Suite 400
4501 Tamiami Trail North
Naples, FL 33940

EFFECTIVE DATE
AUG 14 1995

DOMESTIC FILING

NAME: THE RESIDENCES AT GULFSHORE,
INC.

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: Danny G. Smith

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 18 PM 1:42

FILED

BROWN

AUG 21 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE RESIDENCES AT GULFSHORE, INC.
Ref. Number: W95000016656

We have received your document for THE RESIDENCES AT GULFSHORE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 595A00038763

EFFECTIVE DATE
AUG 14 1995

ARTICLES OF INCORPORATION
OF
THE RESIDENCES AT GULFSHORE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. Name and Initial Address

The name of this corporation is THE RESIDENCES AT GULFSHORE, INC. and initial address of the corporation is c/o Porter, Wright, Morris & Arthur, 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE II. Duration

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these articles.

ARTICLE III. Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends

The directors may declare and pay dividends upon the Common Shares.

Section 2. Rights upon Liquidation or Dissolution.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, after payment of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3. Voting Rights.

Except otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI. Designation of Registered Agent and Registered Office

The initial registered agent of the corporation shall be Stuart A. Thompson and the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE VII. Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one

(1). The names and addresses of the initial directors of this corporation are:

Donald Q. Vining
4115 Cutlass Lane
Naples, FL 33940

Thomas H. Ouverson
711 18th Avenue S.
Naples, FL 33940

ARTICLE IX. Incorporator

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

Thomas H. Ouverson
c/o Porter, Wright, Morris & Arthur
4501 Tamiami Trail North
Suite 400
Naples, Florida 33940

ARTICLE X. Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 14th day of August, 1995.



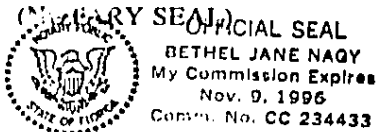
Thomas H. Ouverson
c/o Porter, Wright, Morris & Arthur
4501 Tamiami Trail North
Suite 400
Naples, Florida 33940

State of Florida

County of Collier

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared THOMAS H. OUVerson, _____ who produced _____ identification or ☒ who is known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation. An oath was not administered.

I WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 14th day of August, 1995.



Bethel Jane Nagy
Signature of Notary Public

BETHEL JANE NAGY
Name of Notary Public Typed

CC 234433
Serial or License Number of
Notary Public

My Commission Expires: 11-9-96

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
THE RESIDENT UPON WHOM PROCESS MAY BE SERVED.

FILED
95 AUG 18 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:

FIRST, that THE RESIDENCES AT GULFSHORE, INC., desiring to organize under the
laws of the State of Florida, with its principal office, as indicated in ARTICLES OF
INCORPORATION at City of Naples, County of Collier, State of Florida, has named STUART A.
THOMPSON, located at 4501 Tamiami Trail North, Suite 400, City of Naples, County of Collier,
State of Florida, as its Agent to accept service of process within this State.


THOMAS H. OUVERSON

HAVING BEEN NAMED to accept service of process for the above stated Corporation,
at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping open said office.


STUART A. THOMPSON, Resident Agent

corporate\article2.inc

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