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SHEPPARD, BRETT, STEWART & HERSCH, P.A.

ATTORNEYS AT LAW

JAY ANDREW BRETT
JOHN F. STEWART
CHAD R. HERSCH, C.P.A.
D. HUGH KINSEY, JR.

FORMERLY SHEPPARD & WOOLSELAIR
FIRM ESTABLISHED 1924

302 WEST FIRST STREET
P. O. DRAWER 400
FORT MYERS, FLORIDA 33902

W. A. SHEPPARD (1898-1971)
JOHN K. WOOLSELAIR (1908-1968)

JOHN WOOLSELAIR SHEPPARD
OF COUNSEL

TELEPHONE (941) 334-1141
TELETYPE (941) 334-3965

January 9, 1996

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
P. O. Box 6327
Tallahassee, Florida 32301

Re: Greenlaw Agency, Inc.

Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is our check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	\$ 52.50
Resident Agent Fee	\$ 35.00
	<u>\$ 122.50</u>

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Very truly yours,

SHEPPARD, BRETT, STEWART &
HERSCH, P.A.

Jay A. Brett

JAB:dlb
Enclosures

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****122.50 ****122.50

JAN 17 1996 BSB

95 JAN 11 AM 10:03
SECRET
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
GREENLAW AGENCY, INC.

FILED
96 JAN 11 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, F. THOMAS GREEN, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is GREENLAW AGENCY, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the same class and at One Dollar (\$1.00) par value.

ARTICLE IV

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

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence commencing upon filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VII

The address of the principal office of the Corporation in this State is: 15700 Bahama Way, Bokeelia, Florida 33922, and the name of the initial registered agent of this Corporation at that address is: F. THOMAS GREEN.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than two (2) or more than five (5).

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
F. THOMAS GREEN	President	15700 Bahama Way Bokeelia, Florida 33922
MARY R. GREEN	Secretary	15700 Bahama Way Bokeelia, Florida 33922

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

NAME OF SUBSCRIBER

F. THOMAS GREEN

ADDRESS

15700 Bahama Way
Bokoolia, Florida 33922

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 9 day of January, 1996.

F. Thomas Green
F. Thomas Green, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 9th day of January, 1996, by F. THOMAS GREEN, () who is personally known to me or (X) who produced Other Driver License as identification.

Damin Domenech
Notary Public

(SEAL)
Comm. Exp. Date:
Comm. Number:

Printed Name of Notary: DAMIN DOMENECH

DAMIN DOMENECH
Notary Public-State of Florida
My Commission Expires JUL 27, 1996
COMM. # CC 218059

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT GREENLAW AGENCY, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF BOKEELIA, COUNTY OF LEE, STATE OF
FLORIDA, HAS NAMED F. THOMAS GREEN, LOCATED AT 15700 Bahama Way, City
of Bokeelia, Lee COUNTY, Florida, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

GREENLAW AGENCY, INC.

(FTG)

Signature:

(Corporate Officer)

Title:

President

Date:

January 9, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

(FTG)

Signature:

Resident Agent

Date:

January 9, 1996